

MANN ALFRED E  
Form 5  
February 14, 2013

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box if  
no longer subject  
to Section 16.  
Form 4 or Form  
5 obligations  
may continue.  
See Instruction  
1(b).  
Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL  
OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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2005  
Estimated average  
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response... 1.0

1. Name and Address of Reporting Person \*  
MANN ALFRED E

(Last) (First) (Middle)

28903 NORTH AVENUE PAINE

(Street)

VALENCIA, CA 91355

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
MANNKIND CORP [MNKD]

3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/2012

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☒ Other (specify  
below)  
Chairman & CEO / 10% Owner

6. Individual or Joint/Group Reporting

(check applicable line)

☒ Form Filed by One Reporting Person  
☐ Form Filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A) or (D)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$.01 Par Value	12/21/2012	12/21/2012	G	14,999,910	D	\$ 0 59,750,090	I	The Mann Group, LLC
Common Stock, \$.01 Par Value	12/21/2012	12/21/2012	G	2,000,000	A	\$ 0 1,305,000	I	Claude Mann
Common	12/21/2012	12/21/2012	G	1,305,000	D	\$ 0 948,712	I	Claude

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Stock, \$.01 Par Value									Mann
Common Stock, \$.01 Par Value	12/21/2012	12/21/2012	G	800,000	A	\$ 0	1,091,153	I	Cassandra Mann
Common Stock, \$.01 Par Value	12/21/2012	12/21/2012	G	2,398,126	A	\$ 0	2,398,126	I	AGC Trust
Common Stock, \$.01 Par Value	12/21/2012	12/21/2012	G	10,601,784	A	\$ 0	10,601,784	I	CGM Trust
Common Stock, \$.01 Par Value	Â	Â	Â	Â	Â	Â	41,058,060	I	Alfred E. Mann Living Trust
Common Stock, \$.01 Par Value	Â	Â	Â	Â	Â	Â	4,025,979	I	Biomed
Common Stock, \$.01 Par Value	Â	Â	Â	Â	Â	Â	2,406,027	I	Biomed II
Common Stock, \$.01 Par Value	Â	Â	Â	Â	Â	Â	10,968	I	MannCo
Common Stock, \$.01 Par Value	Â	Â	Â	Â	Â	Â	776,443	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of of D S B
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Security

Acquired  
(A) or  
Disposed  
of (D)  
(Instr. 3,  
4, and 5)

(A) (D) Date Expiration Title Amount  
Exercisable Date or  
Number  
of  
Shares

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MANN ALFRED E  
28903 NORTH AVENUE PAINE    X       Chairman & CEO    10% Owner  
VALENCIA, CA 91355

## Signatures

/s/ Alfred E.  
Mann    02/14/2013

Signature of    Date  
Reporting Person

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.