

MANNKIND CORP  
Form DEFA14A  
April 30, 2010

**SCHEDULE 14A INFORMATION**  
**Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934**

Filed by the Registrant    
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

**MannKind Corporation**

(Name of Registrant as Specified In Its Charter)  
N/A

(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box)

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

1. Title of each class of securities to which transaction applies:
  
  
  
  
  
  
  
  
  
  
2. Aggregate number of securities to which transaction applies:
  
  
  
  
  
  
  
  
  
  
3. Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):
  
  
  
  
  
  
  
  
  
  
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Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

6. Amount Previously Paid:

7. Form, Schedule or Registration Statement No.:

8. Filing Party:

9. Date Filed:

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MannKind Corporation

**Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting of Stockholders  
to be held on June 10, 2010 for MannKind Corporation**

**This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. To view the proxy statement and annual report, go to [www.proxydocs.com/mnkd](http://www.proxydocs.com/mnkd). To submit your proxy while visiting this site, you will need the 12 digit control number in the box below.**

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the Internet. We have chosen to use these procedures for our 2010 Annual Meeting and need YOUR participation.

*If you want to receive a paper or e-mail copy of the proxy materials, you must request one. There is no charge to you for requesting a copy. In order to receive a paper package in time for this year's annual meeting, please make this request on or before May 27, 2010.*

**View Proxy Materials and Annual Report Online  
at [www.proxydocs.com/mnkd](http://www.proxydocs.com/mnkd)**

**A convenient way to view proxy materials and VOTE!**

To view your proxy materials online, go to [www.proxydocs.com/mnkd](http://www.proxydocs.com/mnkd). Have the 12 digit control number available when you access the website and follow the instructions.

Printed materials may be requested by one of the following methods:

INTERNET  
[www.Investorelections.com/mnkd](http://www.Investorelections.com/mnkd)

TELEPHONE  
(866) 648-8133

\*E-Mail  
[paper@investorelections.com](mailto:paper@investorelections.com)

**You must use the 12 digit control number  
located in the shaded gray box below.**

\* If requesting materials by e-mail, please send a blank e-mail with the 12 digit control number (located below) in the subject line. No other requests, instructions or other inquiries should be included with your e-mail requesting materials.

ACCOUNT NO.

SHARES

**MannKind Corporation Notice of Annual Meeting**

Date: Thursday, June 10, 2010

Time: 10:00 A.M. EDT

Place: MannKind Corporation, One Casper Street, Danbury, Connecticut 06810

The purpose of the Annual Meeting is to take action on the following proposals:

Proposal 1 Election of Directors. Nominees are:

- |                     |                     |                       |
|---------------------|---------------------|-----------------------|
| 1. Alfred E. Mann   | 4. Ronald Consiglio | 7. David H. MacCallum |
| 2. Hakan S. Edstrom | 5. Michael Friedman | 8. Henry L. Nordhoff  |
| 3. Abraham E. Cohen | 6. Kent Kresa       | 9. James S. Shannon.  |

Proposal 2 To approve an amendment to MannKind Corporation's Amended and Restated Certificate of Incorporation to increase the authorized number of shares of common stock from 150,000,000 shares to 200,000,000 shares.

Proposal 3 To ratify the selection by the Audit Committee of the Board of Directors of Deloitte & Touche LLP as independent registered public accounting firm of MannKind Corporation for its fiscal year ending December 31, 2010.

**The Board of Directors recommends that you vote FOR Proposals 1, 2 and 3.**

Should you require directions to the annual meeting, please call (203) 798-8000.

**Vote In Person Instructions:** While we encourage stockholders to vote by the means indicated above, a stockholder is entitled to vote in person at the annual meeting. Additionally, a stockholder who has submitted a proxy before the meeting, may revoke that proxy in person at the annual meeting.