

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Alfred E. Mann Living Trust</u>  (Last) (First) (Middle) 12744 SAN FERNANDO ROAD  (Street) SYLMAR CA 91342  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 02/25/2016	3. Issuer Name and Ticker or Trading Symbol <u>MANNKIND CORP [ MNKD ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	8,398,187 <sup>(1)</sup>	D	
Common Stock	17,930,450 <sup>(1)</sup>	I	See footnote <sup>(2)</sup>
Common Stock	805,196 <sup>(1)</sup>	I	See footnote <sup>(3)</sup>
Common Stock	481,206 <sup>(1)</sup>	I	See footnote <sup>(4)</sup>
Common Stock	2,194 <sup>(1)</sup>	I	See footnote <sup>(5)</sup>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Employee Stock Options (Right to Buy)	(6)	08/15/2017	Common Stock 16,060 <sup>(1)</sup>	46.1 <sup>(7)</sup>	I	See footnote <sup>(8)</sup>
Employee Stock Options (Right to Buy)	(6)	08/26/2017	Common Stock 86,000 <sup>(1)</sup>	19 <sup>(7)</sup>	I	See footnote <sup>(8)</sup>
Employee Stock Options (Right to Buy)	(6)	08/26/2017	Common Stock 32,000 <sup>(1)</sup>	37.4 <sup>(7)</sup>	I	See footnote <sup>(8)</sup>
Employee Stock Options (Right to Buy)	(6)	08/26/2017	Common Stock 43,000 <sup>(1)</sup>	29.65 <sup>(7)</sup>	I	See footnote <sup>(8)</sup>
Employee Stock Options (Right to Buy)	(6)	08/26/2017	Common Stock 43,280 <sup>(1)</sup>	18.5 <sup>(7)</sup>	I	See footnote <sup>(8)</sup>
Employee Stock Options (Right to Buy)	(6)	08/26/2017	Common Stock 75,000 <sup>(1)</sup>	12.05 <sup>(7)</sup>	I	See footnote <sup>(8)</sup>
Employee Stock Options (Right to Buy)	(6)	08/26/2017	Common Stock 200,000 <sup>(1)</sup>	8.45 <sup>(7)</sup>	I	See footnote <sup>(8)</sup>
Employee Stock Options (Right to Buy)	(6)	08/26/2017	Common Stock 72,624 <sup>(1)</sup>	11.6 <sup>(7)</sup>	I	See footnote <sup>(8)</sup>
Employee Stock Options (Right to Buy)	(6)	08/26/2017	Common Stock 25,000 <sup>(1)</sup>	29.45 <sup>(7)</sup>	I	See footnote <sup>(8)</sup>
Employee Stock Options (Right to Buy)	(6)	08/26/2017	Common Stock 17,325 <sup>(1)</sup>	35.45 <sup>(7)</sup>	I	See footnote <sup>(8)</sup>
Employee Stock Options (Right to Buy)	(6)	08/26/2017	Common Stock 120,000 <sup>(1)</sup>	34.25 <sup>(7)</sup>	I	See footnote <sup>(8)</sup>

1. Name and Address of Reporting Person* <u>Alfred E. Mann Living Trust</u>  (Last) (First) (Middle) 12744 SAN FERNANDO ROAD  (Street) SYLMAR CA 91342  (City) (State) (Zip)
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1. Name and Address of Reporting Person* <u>Mann Group, LLC</u>
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(Last)	(First)	(Middle)
12744 SAN FERNANDO ROAD		
(Street)		
SYLMAR	CA	91342
(City)	(State)	(Zip)

**Explanation of Responses:**

1. Reflects securities beneficially owned as of February 25, 2016, as adjusted for the 1-for-5 reverse stock split effected by the Issuer on March 2, 2017.
2. Held of record by Mann Group, LLC. The Alfred E. Mann Living Trust is the sole manager and member of Mann Group, LLC.
3. Held of record by Biomed Partners, LLC. The Alfred E. Mann Living Trust is a managing member of Biomed Partners, LLC.
4. Held of record by Biomed Partners II, LLC. The Alfred E. Mann Living Trust is a managing member of Biomed Partners II, LLC.
5. Held of record by Mannco LLC. The Alfred E. Mann Living Trust is the sole manager and member of Mannco LLC.
6. The stock option is immediately exercisable. Represents the number of shares which were vested on February 25, 2016, the date of the death of the optionholder, Mr. Alfred E. Mann.
7. The exercise price has been adjusted to reflect the 1-for-5 reverse stock split effected by the Issuer on March 2, 2017
8. Following the death of Alfred E. Mann, the securities are beneficially owned by the Alfred E. Mann Living Trust.

**Remarks:**

/s/ Anoosheh Bostani and /s/ Michael S. Dreyer, Trustees of the Alfred E. Mann Living Trust      05/22/2017

/s/ Anoosheh Bostani and /s/ Michael S. Dreyer, Trustees of the Alfred E. Mann Living Trust, Manager of Mann Group, LLC      05/22/2017

\*\* Signature of Reporting Person      Date

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

\* If the form is filed by more than one reporting person, see Instruction 5 (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 is insufficient, see Instruction 6 for procedure.

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