

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

**FORM 8-K**

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 4, 2009

**MannKind Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**000-50865**  
(Commission File Number)

**13-3607736**  
(IRS Employer  
Identification No.)

**28903 North Avenue Paine**  
**Valencia, California**  
(Address of principal executive offices)

**91355**  
(Zip Code)

Registrant's Telephone Number, Including Area Code: **(661) 775-5300**

**N/A**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions ( see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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## **Item 2.02 Results of Operations and Financial Condition**

On May 4, 2009, MannKind Corporation issued a press release announcing its financial results for the first quarter of 2009. A copy of the press release is attached as Exhibit 99.1 to this Current Report and is incorporated herein by reference.

The information in this Current Report is being furnished and shall not be deemed “filed” for the purposes of Section 18 of the Securities and Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

## **Item 9.01 Financial Statements and Exhibits**

(d) Exhibits. The following exhibit is furnished herewith:

99.1 Press Release of MannKind Corporation dated May 4, 2009, reporting MannKind’s financial results for the first quarter of 2009.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MANKIND CORPORATION**

By: /s/ MATTHEW J. PFEFFER

Name: Matthew J. Pfeffer

Title: Corporate Vice President and Chief  
Financial Officer

Dated: May 4, 2009

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## EXHIBIT INDEX

Number	Description
99.1	Press Release of MannKind Corporation dated May 4, 2009, reporting MannKind's financial results for the first quarter of 2009.

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**Company Contact:**

Matthew J. Pfeffer  
Corporate Vice President and  
Chief Financial Officer  
661-775-5300  
mpfeffer@mannkindcorp.com

**MANNKIND CORPORATION REPORTS FIRST QUARTER OF 2009 FINANCIAL RESULTS**

**- Conference Call to Begin Today at 4:00 PM EDT -**

**VALENCIA, Calif., May 4 /Business Wire/ -- MannKind Corporation (Nasdaq: MNKD)** today reported financial results for the first quarter ended March 31, 2009.

For the first quarter of 2009, total operating expenses were \$57.8 million, compared to \$74.1 million for the first quarter of 2008. Research and development (R&D) expenses decreased by \$15.6 million to \$42.9 million for the first quarter of 2009 compared to the first quarter of 2008. This decrease in R&D expenses as compared to the same period in the prior year was primarily due to decreased costs associated with the clinical development of AFRESA® as well as decreased manufacturing costs associated with raw material purchases. General and administrative (G&A) expenses decreased by \$0.7 million to \$14.9 million for the first quarter of 2009 compared to the first quarter of 2008.

The net loss applicable to common stockholders for the first quarter of 2009 was \$59.4 million, or \$0.58 per share, based on 102.0 million weighted average shares outstanding, compared with a net loss applicable to common stockholders of \$71.4 million, or \$0.70 per share based on 101.4 million weighted average shares outstanding, for the first quarter of 2008.

Cash, cash equivalents and marketable securities were \$30.2 million at March 31, 2009 compared to \$46.5 million at December 31, 2008, and \$269.1 million at March 31, 2008. Currently, the Company has \$260.0 million of available borrowings under the loan agreement with an entity controlled by the Company's principal stockholder.

"This past quarter was extremely busy for MannKind," said Alfred Mann, Chairman and Chief Executive Officer, "culminating in our submission to the FDA of a New Drug Application for AFRESA. With this milestone accomplished, we are now turning our attention to commercial readiness activities."

**Conference Call**

MannKind management will host a conference call to discuss these results today at 4:00 PM EDT. To participate in the call, please dial (888) 677-5721 or (210) 839-8507. To listen to the call via the internet, please visit <http://www.mannkindcorp.com>. The web site replay will be available for 14 days. A telephone replay will be accessible for approximately 14 days following completion of the call by dialing (888) 566-0513 or (203) 369-3063.

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Presenting from the Company will be:

- Chairman and Chief Executive Officer Alfred Mann
- President and Chief Operating Officer Hakan Edstrom
- Corporate Vice President and Chief Financial Officer Matthew Pfeffer
- Corporate Vice President and Chief Scientific Officer Peter Richardson

#### About MannKind Corporation

MannKind Corporation (Nasdaq: MNKD) focuses on the discovery, development and commercialization of therapeutic products for patients with diseases such as diabetes and cancer. Its diabetes pipeline includes AFRESA, an ultra rapid-acting insulin and MKC253, an inhaled formulation of human GLP-1. MannKind also has two cancer immunotherapeutic products in clinical development. MannKind maintains a website at <http://www.mannkindcorp.com> to which the company regularly posts copies of its press releases as well as additional information. Interested persons can subscribe on the MannKind website to e-mail alerts that are sent automatically when MannKind issues press releases, files its reports with the Securities and Exchange Commission or posts certain other information to the website.

#### Forward-Looking Statements

This press release contains forward-looking statements, including statements related to MannKind's commercial readiness activities. Words such as "believes," "anticipates," "plans," "expects," "intend," "will," "goal," "potential" and similar expressions are intended to identify forward-looking statements. These forward-looking statements are based upon MannKind's current expectations and involve risks and uncertainties. Actual results and the timing of events could differ materially from those anticipated in such forward-looking statements as a result of these risks and uncertainties, which include, without limitation, risks related to the difficulties or delays in seeking or obtaining regulatory approval, and other risks detailed in MannKind's filings with the Securities and Exchange Commission, including the Annual Report on Form 10-K for the year ended December 31, 2008 and periodic reports on Form 10-Q and Form 8-K. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release. All forward-looking statements are qualified in their entirety by this cautionary statement, and MannKind undertakes no obligation to revise or update any forward-looking statements to reflect events or circumstances after the date of this press release.

(Tables to follow)

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**MannKind Corporation and Subsidiaries**  
**(A Development Stage Company)**  
**Condensed Consolidated Statements of Operations**  
**(Unaudited)**

(In thousands, except per share amounts)

	Three months ended March 31,		Cumulative period from February 14, 1991 (date of inception) to March 31,
	2009	2008	2009
Revenue	\$ —	\$ 20	\$ 2,988
Operating expenses:			
Research and development	42,889	58,445	1,040,371
General and administrative	14,917	15,640	260,759
In-process research and development costs	—	—	19,726
Goodwill impairment	—	—	151,428
Total operating expenses	<u>57,806</u>	<u>74,085</u>	<u>1,472,284</u>
Loss from operations	(57,806)	(74,065)	(1,469,296)
Other income (expense)	71	60	(1,872)
Interest expense on note payable to related party	(593)	—	(2,116)
Interest expense on senior convertible notes	(1,115)	(337)	(7,072)
Interest income	31	2,921	36,892
Loss before provision for income taxes	<u>(59,412)</u>	<u>(71,421)</u>	<u>(1,443,464)</u>
Income taxes	—	—	(26)
Net loss	<u>(59,412)</u>	<u>(71,421)</u>	<u>(1,443,490)</u>
Deemed dividend related to beneficial conversion feature of convertible preferred stock	—	—	(22,260)
Accretion on redeemable preferred stock	—	—	(952)
Net loss applicable to common stockholders	<u>\$ (59,412)</u>	<u>\$ (71,421)</u>	<u>\$ (1,466,702)</u>
Net loss per share applicable to common stockholders — basic and diluted	<u>\$ (0.58)</u>	<u>\$ (0.70)</u>	
Shares used to compute basic and diluted net loss per share applicable to common stockholders	<u>102,030</u>	<u>101,409</u>	

**MannKind Corporation and Subsidiaries**  
**(A Development Stage Company)**  
**Condensed Consolidated Balance Sheet**  
**(Unaudited)**  
(in thousands)

	<u>March 31, 2009</u>	<u>December 31, 2008</u>
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 27,114	\$ 27,648
Marketable securities	3,115	18,844
State research and development credit exchange receivable — current	—	1,500
Prepaid expenses and other current assets	4,907	5,983
<b>Total current assets</b>	<u>35,136</u>	<u>53,975</u>
Property and equipment — net	228,352	226,436
State research and development credit exchange receivable — net of current portion	1,675	1,500
Other assets	10,548	548
<b>Total</b>	<u>\$ 275,711</u>	<u>\$ 282,459</u>
 <b>Liabilities and Stockholders' Equity</b>		
Current liabilities		
Senior convertible notes	\$ 40,159	\$ 53,472
Note payable to related party	112,378	112,253
Other liabilities	90,000	30,000
Other liabilities	—	—
<b>Stockholders' equity</b>	<u>33,174</u>	<u>86,734</u>
<b>Total</b>	<u>\$ 275,711</u>	<u>\$ 282,459</u>

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