### Edgar Filing: NORDHOFF HENRY L - Form 4/A

| NORDHOFF<br>Form 4/A<br>May 22, 2018   |  |  |               |  |   |                          |  |  |   |  |
|--|--|--|---------------|--|---|--------------------------|--|--|---|--|
| FORM   | 4                                      |  |               |  |   |                          |  | -  | PPROVAL   |  |
| -  | UNITED                                 | STATES S                                       |               | RITIES A shington,                                       |   |                          | COMMISSION   | N OMB<br>Number:   | 3235-0287   |  |
| Check this box<br>if no longer<br>subject to<br>Section 16.<br>Form 4 or<br>Form 5<br>shlicetions<br>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, |  |  |               |  |   |                          |  | Estimated<br>burden hou<br>response                                  | urs per   |  |
| may conti<br><i>See</i> Instru-<br>1(b).   | nue. Section 170                       |  |               | •  | •   | npany Act<br>ny Act of 1 | of 1935 or Sectio<br>940                                     | on   |   |  |
| (Print or Type R   | esponses)                              |  |               |  |   |                          |  |  |   |  |
| 1. Name and Address of Reporting Person <sup>*</sup> 2. Issuer Name and Ticker or T         NORDHOFF HENRY L       Symbol         MANNKIND CORP [MN]                         |  |  |               | -  | 5. Relationship of Reporting Person(s) to<br>Issuer |                          |  |  |   |  |
| (Last) (First) (Middle) 3. Date of   |  |  | f Earliest Tı | Transaction (Check all applicable)                       |   |                          |  |  |   |  |
| (Month.  |  |  |               |  |   |                          | X Director<br>Officer (giv<br>below)                         | ve title 10% Owner<br>Other (specify<br>below)                       |   |  |
| Filed(Mon  |  |  |               | d(Month/Day/Year) Applicable Lir<br>18/2018 _X_Form file |   |                          | Applicable Line)<br>_X_ Form filed by                        | Joint/Group Filing(Check   |   |  |
| WESTLAKE VILLAGE, CA 91362 — Form filed by M<br>Person   |  |  |               |  |   | More than One R          | eporting   |  |   |  |
| (City)   | (State)                                | (Zip)  | Tab           | le I - Non-E   | Derivative  | Securities A             | cquired, Disposed o  | of, or Beneficia   | lly Owned   |  |
|  | 2. Transaction Date<br>Month/Day/Year) | 2A. Deemed<br>Execution D<br>any<br>(Month/Day | Date, if      | 3.<br>Transaction<br>Code<br>(Instr. 8)                  | 4. Securit<br>Acquired<br>Disposed<br>(Instr. 3, 4  | (A) or<br>of (D)         | Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|  |  |  |               | Code V   | Amount  | or<br>(D) Price          | Transaction(s) (Instr. 3 and 4)                              |  |   |  |
| Reminder: Repo   | ort on a separate line                 | e for each clas                                | ss of secu    | urities benef  | icially ow  | ned directly o           | or indirectly.   |  |   |  |
|  |  |  |               |  | Perso   | ons who res              | pond to the colle<br>ained in this form                      |  | SEC 1474<br>(9-02)  |  |

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

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

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

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|                          | Derivative<br>Security |               |      |   | or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) |     |                     |                    |                 |                                     |
|--------------------------|------------------------|---------------|------|---|--|-----|---------------------|--------------------|-----------------|-------------------------------------|
|                          |                        |               | Code | v | (A)  | (D) | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Restricted<br>Stock Unit | <u>(1)</u>             | 05/16/2018(2) | А    |   | 65,200   |     | (3)                 | 05/16/2028         | Common<br>Stock | 65,200                              |

## **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |         |       |  |  |  |
|--|---------------|-----------|---------|-------|--|--|--|
| 1  | Director      | 10% Owner | Officer | Other |  |  |  |
| NORDHOFF HENRY L<br>30930 RUSSELL RANCH ROAD<br>WESTLAKE VILLAGE, CA 91362 | Х             |           |         |       |  |  |  |
| Signatures   |               |           |         |       |  |  |  |
| /s/ David Thomson,<br>Attorney-in-fact                                     | 05/17         | /2018     |         |       |  |  |  |
| <u>**</u> Signature of Reporting Person                                    | D             | Date      |         |       |  |  |  |
| E  |               | _         |         |       |  |  |  |

### **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).

(1) Each restricted stock unit represents a contingent right to receive one share of MNKD common stock.

(2) The original Form 4 indicated the wrong transaction date of 5/18/17. The transaction date was 5/16/18.

(3) Restricted stock unit shall vest immediately, but the shares shall not be delivered until the director leaves the Board.

Note: File three copies of this Form, one of which must be manually signed. If space 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.