

MANNKIND CORP  
Form DEFA14A  
April 10, 2009

**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:
  
  
  
  
  
  
  
  
  
  
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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 May 21, 2009 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 2009 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 7, 2009 5:00 p.m. EDT.

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!

Proxy Materials may be requested by one of the following methods:

INTERNET TELEPHONE \*E-MAIL [www.investorelections.com/mnkd](http://www.investorelections.com/mnkd) (866) 648-8133  
[paper@investorelections.com/mnkd](mailto:paper@investorelections.com/mnkd)

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

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.

ACCOUNT NO. # SHARES

MannKind Corporation Notice of Annual Meeting

Date: Thursday, May 21, 2009 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:

Item One Election of Directors. Nominees are Alfred E. Mann, Hakan S. Edstrom, Abraham E. Cohen, Ronald Consiglio, Michael

Friedman, M.D., Kent Kresa, David H. MacCallum, Henry L. Nordhoff Item Two To approve an amendment to increase the aggregate number of shares of common stock authorized for issuance under MannKind's 2004 Equity Incentive Plan by 5,000,000 shares.

Item Three 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 for its fiscal year ending December 31, 2009.

The Board of Directors recommends a vote for Items 1, 2 and 3.

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

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