Edgar Filing: Fore Henrietta - Form 4

Fore Henriett Form 4										
May 17, 2012 FORM Check this if no long	Washington, D.C. 20549								OMB APPROVAL OMB 3235-0287 Number: January 31, Expires: 2005	
subject to Section 16 Form 4 or Form 5 obligation may conti <i>See</i> Instru- 1(b).	5. Filed purs ^{is} Section 17(a	SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, e. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section								
(Print or Type R	esponses)									
			2. Issuer Name and Ticker or Trading Symbol THERAVANCE INC [THRX]				5. Relationship of Reporting Person(s) to Issuer			
(3. Date of Earliest Transaction(Month/Day/Year)05/15/2012				(Check all applicable) <u>X</u> Director Officer (give title Direction Other (specify below)			
			nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
SOUTH SAN FRANCISCO	N O, CA 94080						Form filed by I Person	More than One R	eporting	
(City)	(State) (Z	Zip) Tabl	e I - Non-D	erivative S	ecuri	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	(A) o of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	05/15/2012		A	6,000	A	\$ 0	21,000	D		

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

Persons who respond to the collection of 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)

Edgar Filing: Fore Henrietta - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. Number tooof Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	tive Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. H Der Sec (In:
				Code V	· (A) (E	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 21.62	05/15/2012		А	6,000	<u>(1)</u>	05/14/2022	Common Stock	6,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Fore Henrietta THERAVANCE, INC. 901 GATEWAY BLVD. SOUTH SAN FRANCISCO, CA 94080	Х						
Signatures							
Heather M. Shane as Attorney-in-Fact	05/17/2012						
**Signature of Reporting Person	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) This option may be exercised and shall be vested as to 1/12th of the shares subject to this option when optionee completes each continuous month of service following the grant date.

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.