Edgar Filing: Brinkley David L - Form 4

Form 4	la L						
October 17, 20	012						
FORM	4				OMB A	PPROVAL	
	UNITED S		ITIES AND EXCHANGE hington, D.C. 20549	COMMISSION	OMB Number:	3235-0287	
Check this if no longe subject to Section 16. Form 4 or	r STATEM		F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES			Lanuary 31Expires:2005Estimated averageburden hours perresponse0.5	
Form 5 obligations may contin <i>See</i> Instruc 1(b). (Print or Type Re	nue. Section 17(a)) of the Public Ut	5(a) of the Securities Exchanility Holding Company Act vestment Company Act of 1	of 1935 or Section	1		
(Thin of Type Re	(sponses)						
1. Name and Address of Reporting Person <u>*</u> Brinkley David L		erson <u>*</u> 2. Issuer Symbol	Name and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
		THERA	VANCE INC [THRX]	(Check all applicable)			
	(First) (M ICE, INC., 901 BOULEVARD	iddle) 3. Date of (Month/D 10/15/20	•	Director X Officer (give below)	10%	6 Owner er (specify	
SOUTH SAN	(Street)		ndment, Date Original th/Day/Year)	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
FRANCISCO				Person			
(City)	(State) (Z	Zip) Table	e I - Non-Derivative Securities A	cquired, Disposed of,	, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)	5. Amount of 6 Securities 1 Beneficially (Owned 1	6. Ownership Form: Direct (D) or (Indirect (I) (Instr. 4)		

Common Stock 10/15/2012

1

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

А

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.

D

(Instr. 3 and 4)

65,241

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

or

А

\$0

Code V Amount (D) Price

5,000

(1)

		Disp of (E (Inst 4, an	D) r. 3,				
Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

1. Title of

Security

(Instr. 3)

Derivative

2.

Conversion

or Exercise

Derivative

Price of

Security

Reporting Owner Name / Address		Relationships					
		Director	10% Owner	Officer	Other		
Brinkley David L THERAVANCE, INC. 901 GATEWAY BOULEVARD SOUTH SAN FRANCISCO, CA 94080				Head of Business Dev.			
Signatures							
David L. Brinkley	10/17/2012						
**Signature of Reporting Person	Date						

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

3. Transaction Date 3A. Deemed

any

(Month/Day/Year)

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

On February 15, 2012, the reporting person was granted a performance stock award (PSA) covering 5,000 shares of common stock. The PSA vests over approximately four years of service from the grant date, contingent upon the achievement of one of three possible performance goals. Upon the achievement of one of the performance goals on October 15, 2012, the PSA began

vesting.

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.

Reporting	Owners
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(1)

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Code

(Instr. 8)

4.

Execution Date, if

(Month/Day/Year)

5.

of

Derivative

Securities

Acquired

(A) or

TransactionNumber

6. Date Exercisable and

Expiration Date

(Month/Day/Year)

7. Title and

Amount of

Underlying

(Instr. 3 and 4)

Securities

8. Price of

Derivative

Security

(Instr. 5)

9. Nt

Deriv

Secu

Bene

Own

Follo

Repo Trans (Instr