

THERAVANCE INC  
Form 8-K  
December 02, 2008

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

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**FORM 8-K**

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**Current Report Pursuant  
to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of earliest event Reported): **December 2, 2008**

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**THERAVANCE, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or Other Jurisdiction of  
Incorporation)

**000-30319**  
(Commission File Number)

**94-3265960**  
(I.R.S. Employer Identification Number)

**901 Gateway Boulevard**

**South San Francisco, California 94080**

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**(650) 808-6000**

(Addresses, including zip code, and telephone numbers, including area code, of principal executive offices)

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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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 7.01 Regulation FD Disclosure.**

*The information contained in this Item 7.01 and in the accompanying exhibits shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or incorporated by reference in any filing under the Exchange Act or the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.*

On December 2, 2008, GlaxoSmithKline plc and Theravance, Inc. (the Company ) issued a press release announcing results from the Phase 2b clinical study of the lead long-acting beta agonist (LABA) GW642444 in patients with moderate to severe asthma. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference. Members of the Company s management will discuss these results and present a slide presentation on a conference call today at 8:30 a.m. Eastern Standard Time. The slide presentation is available on the Company s website on the bottom left corner under Latest Presentations , and is attached hereto as Exhibit 99.2 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

| <b>Exhibit</b> | <b>Description</b>                   |
|----------------|--------------------------------------|
| Exhibit 99.1   | Press release dated December 2, 2008 |
| Exhibit 99.2   | Slide Presentation                   |

**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.

**THERAVANCE, INC.**

Date: December 2, 2008

By:

/s/ Michael W. Aguiar  
**Michael W. Aguiar**  
**Chief Financial Officer**

**EXHIBIT INDEX**

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