Edgar Filing: THERAVANCE INC - Form 4

THERAVAN	ICE INC									
Form 4										
July 26, 2013										
FORM	4							OMB A	PPROVAL	
	UNITED S	TATES		ITIES Al hington, 1			COMMISSION	OMB Number:	3235-0287	
Check this box						Expires:	January 31,			
if no long subject to	er STATEM	STATEMENT OF CHANGES IN BENEFICIAL OW					NERSHIP OF		2005	
Section 16		SECURITIES						Estimated a burden hou	irs per	
Form 4 or Form 5		response (I pursuant to Section 16(a) of the Securities Exchange Act of 1934,							0.5	
obligation							f 1935 or Section	n		
may conti	nue.	·		•	U	Act of 19		1		
See Instru	ction	50(II)	of the my	estinent	Company	Act of 19	40			
1(b).										
(Print or Type R	esponses)									
1. Name and Address of Reporting Person [*] 2. Issuer				such i faille and i feller of i faaling			•	nship of Reporting Person(s) to		
Shafer Bradford J Symbol			Symbol	mbol HERAVANCE INC [THRX]			Issuer (Check all applicable)			
			THERA							
(Last)	(First) (M	iddle)	3. Date of	Earliest Tra	insaction		(Cliec	k all applicable	5)	
			(Month/Da				Director	10%	6 Owner	
				/24/2013 -			X_Officer (give titleOther (specify			
GATEWAY	BOULEVARD						below) Sr VP, Ger	below) 1. Counsel, Sec	cretary	
			4. If Amer	If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			d(Month/Day/Year)			Applicable Line)				
			× ×				_X_ Form filed by C			
SOUTH SAN	N						Form filed by M Person	Iore than One Re	eporting	
FRANCISC	O, CA 94080						T CISOII			
(City)	(State) (Z	Zip)	Table	e I - Non-Do	erivative S	ecurities Ac	quired, Disposed of	, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date	2A. Deemed Execution Date, if		3. 4. Securities		5. Amount of	6. Ownership	7. Nature of		
	(Month/Day/Year)								Indirect	
		-	any (Month/Day/Year)		CodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)		· · ·	/ -	Beneficial	
		(Month/			(instr. 3, 4	4 and 5)		Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
							Reported	((
						(A) or	Transaction(s)			
				Code V	Amount	(D) Price	(Instr. 3 and 4)			

5,000

(1)

А

\$0

А

308,416

2,750

2,750

2,750

D

Ι

I

Ι

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

Common

Common

Common

Common

Stock

Stock

Stock

Stock

07/24/2013

by child's

by child's

by child's

trust (2)

trust (2)

trust (2)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Under Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
The pointing of the common stream cost	Director	10% Owner	Officer	Other			
Shafer Bradford J FHERAVANCE, INC. 901 GATEWAY BOULEVARD SOUTH SAN FRANCISCO, CA 94080			Sr VP, Gen. Counsel, Secretary				
Signaturaa							

Signatures

SI T 90 S

Bradford J. Shafer	07/26/2013			
<u>**</u> Signature of Reporting Person	Date			

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).

On February 7, 2013, the reporting person was granted a performance stock award (PSA) covering 5,000 shares of common stock. The
 (1) 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 July 24, 2013, the PSA began vesting.

(2) Shares held in trust for the benefit of a child of the reporting person. Reporting person is a trustee of the trust. Reporting person disclaims beneficial ownership of these shares.

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.