THERAVANCE INC Form 8-K May 20, 2008

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

| Washington, DC 20549 | | |
|---|--------------------|--|
| FORM 8-K | | |
| Current Report Pursuant | | |
| to Section 13 or 15(d) of the | | |
| Securities Exchange Act of 1934 | | |
| Date of Report (Date of earliest event Reported): May | y 20 , 2008 | |

THERAVANCE, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware 000-30319 94-3265960

(State or Other Jurisdiction of Incorporation)

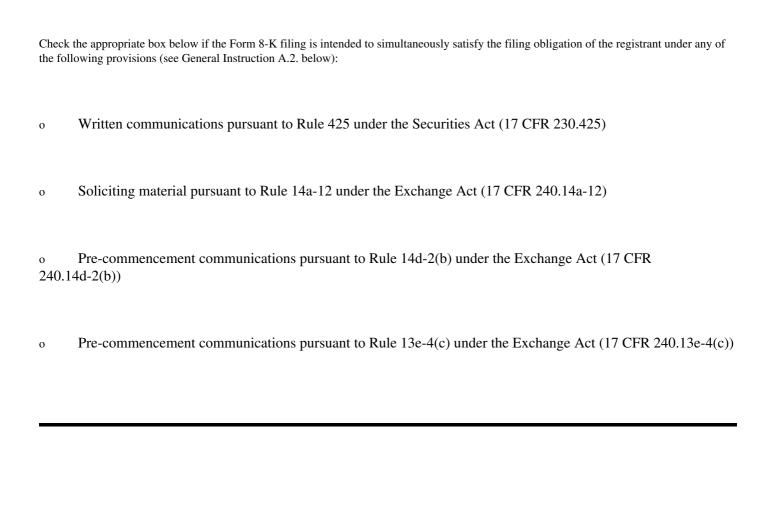
(Commission File Number)

(I.R.S. Employer Identification Number)

901 Gateway Boulevard South San Francisco, Calif

South San Francisco, California 94080 (650) 808-6000

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



Item 7.01 Regulation FD Disclosure.

The information in this Current Report (including Exhibits 99.1 and 99.2) is being furnished and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report (including Exhibits 99.1 and 99.2) shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

Today at Digestive Disease Week in San Diego, California, posters presenting information from Theravance s Phase 2 dose-ranging clinical trial of TD-5108 in patients with chronic idiopathic constipation will be available for viewing. The abstracts contained in the two posters are attached hereto as Exhibits 99.1 and 99.2 and are incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Description

Exhibit 99.1 Abstract regarding response rates in Phase 2 clinical study of TD-5108

Exhibit 99.2 Abstract regarding secondary endpoints in Phase 2 clinical study of TD-5108

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: May 20, 2008 By: /s/ Rick E Winningham

Rick E Winningham Chief Executive Officer

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EXHIBIT INDEX

| Exhibit No. | Exhibit |
|-------------|---|
| 99.1 | Abstract regarding response rates in Phase 2 clinical study of TD-5108 |
| 99.2 | Abstract regarding secondary endpoints in Phase 2 clinical study of TD-5108 |