

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See instruction 1(b).

1. Name and Address of Reporting Person* <u>GSK PLC</u>  (Last) (First) (Middle) <u>980 GREAT WEST ROAD</u>  (Street) <u>BRENTFORD MIDDLESEX X0 TW8 9GS</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Theravance Biopharma, Inc. [ TBPH ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <b>X</b> Other (specify below) <b>Former 10% Owner</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/16/2022</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares	09/16/2022		j <sup>(1)(2)</sup>		9,644,807	D	\$9.75	0	I	By Corporation <sup>(1)</sup>

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Exchangeable Senior Notes due 2023	\$29.066	09/16/2022		j <sup>(1)</sup>		\$269,061,000		(1)	(1)	Ordinary Shares	9,256,882	(1)	0	I	See Footnote <sup>(1)</sup>

**Explanation of Responses:**

- On September 16, 2022, the previously announced offer by GSK Finance (No.3) plc ("GSK Finance"), a wholly owned indirect subsidiary of GSK plc ("GSK"), to repurchase any and all of its Exchangeable Senior Notes due 2023 (the "Notes") exchangeable into ordinary shares ("Ordinary Shares") of Theravance Biopharma, Inc. ("Theravance Biopharma") expired, and on September 20, 2022, GSK Finance repurchased \$269,061,000 aggregate principal amount of the Notes pursuant to that offer. The 9,644,792 Ordinary Shares that underlay the previously outstanding \$280,336,000 aggregate principal amount of Notes were held directly by GSK Finance. Following the repurchase of the Notes and the subsequent cancellation of such Notes, \$11,275,000 aggregate principal amount of Notes remain outstanding.
- All 9,644,807 Ordinary Shares previously held by GSK were sold back to Theravance Biopharma pursuant to a Stock Repurchase Agreement dated September 16, 2022.

/s/ Victoria A. Whyte

09/20/2022

\*\* Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see instruction 6 for procedure.

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 Number.