

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No. )**

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Filed by the Registrant  x

Filed by a Party other than the Registrant  o

Check the appropriate box:

- o Preliminary Proxy Statement
- o **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- o Definitive Proxy Statement
- x Definitive Additional Materials
- o Soliciting Material Pursuant to Section 14a-12

**THERAVANCE BIOPHARMA, INC.**

(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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Payment of Filing Fee (Check the appropriate box):

- x No fee required.
  - o Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
    - (1) Title of each class of securities to which transaction applies:  
\_\_\_\_\_
    - (2) Aggregate number of securities to which transaction applies:  
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    - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):  
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    - (4) Proposed maximum aggregate value of transaction:  
\_\_\_\_\_
    - (5) Total fee paid:  
\_\_\_\_\_
  - o Fee paid previously with preliminary materials.
  - o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
    - (1) Amount Previously Paid:  
\_\_\_\_\_
    - (2) Form, Schedule or Registration Statement No.:  
\_\_\_\_\_
    - (3) Filing Party:  
\_\_\_\_\_
    - (4) Date Filed:  
\_\_\_\_\_
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April 20, 2020

**To Our Shareholders:**

Theravance Biopharma will be holding its **2020 Annual Meeting of Shareholders** on **Tuesday, April 28, 2020**. At this meeting, among other items, our shareholders will vote for the election of three directors to serve as Class III directors to Theravance Biopharma, Inc.'s Board of Directors.

We are writing to provide our shareholders with supplemental information regarding the election of Dr. George M. Whitesides as a Class III director on Theravance Biopharma's Board.

During 2019, Dr. Whitesides was unfortunately able to attend only 66% of the meetings of the Board and committees on which he served due to a serious health event and subsequent recovery. During this period, he missed three meetings of the Board and two meetings of the Compensation Committee. Dr. Whitesides did not miss any of the meetings of the Company's Science and Technology Committee on which he also serves. Since November 2019 to date, he has not missed any meetings of the Board or committees on which he serves.

Throughout his distinguished tenure on Theravance Biopharma's Board, which commenced in October 2013, Dr. Whitesides has demonstrated a strong commitment to both the company and the Board. Indeed, from 2013 through 2018, Dr. Whitesides had near perfect attendance at the meetings of the Board and committees on which he served, missing just one meeting during this five year period. Clearly, Dr. Whitesides' inability to attend at least 75% of the Board and committee meetings in 2019 due to health reasons was a significant deviation from his otherwise excellent attendance record.

Dr. Whitesides is a valued member of Theravance Biopharma's Board. He brings a unique and valuable perspective to the Board, by virtue of his demonstrated leadership in his field, his knowledge of scientific matters affecting our business and his understanding of our industry.

We believe Dr. Whitesides is a highly qualified director committed to the long-term strength and growth of our company and being an effective representative of our shareholders. Theravance Biopharma's Board recommends a vote "FOR" the election of each of the three Class III nominees for director. We urge you to vote "FOR" Dr. Whitesides in light of the above.

Very truly yours,

A handwritten signature in black ink, appearing to read "Rick E. Winningham".

**Rick E Winningham**

Chief Executive Officer and Chairman

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