
**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): **January 11, 2016**

THERAVANCE BIOPHARMA, INC.

(Exact Name of Registrant as Specified in its Charter)

Cayman Islands
(State or Other Jurisdiction of Incorporation)

001-36033
(Commission File Number)

EIN 98-1226628
(I.R.S. Employer Identification
Number)

**PO Box 309
Ugland House, South Church Street
George Town, Grand Cayman, Cayman Islands KY1-1104
(650) 808-6000**

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

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):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02. Results of Operations and Financial Condition.

With this Form 8-K, Theravance Biopharma, Inc. announces preliminary results for the three months and twelve months ended December 31, 2015. The Company expects to report that revenue from U.S. product sales, which consists entirely of sales of VIBATIV[®], for the three months and twelve months ended December 31, 2015 were between \$2.6 and \$3.0 million and between \$8.3 and \$8.7 million, respectively.

The information in this Item 2.02 of this Current Report on Form 8-K is being “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Securities Exchange Act of 1934”).

Item 7.01 Regulation FD Disclosure.

The information in Item 7.01 and Item 9.01 of this Current Report (including Exhibit 99.1) 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 Item 7.01 and Item 9.01 of this Current Report (including Exhibit 99.1) 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.

January 11-14, 2016, Rick E Winningham, Chairman and Chief Executive Officer of Theravance Biopharma, Inc., and other members of the management team, will be conducting one-on-one meetings with analysts and investors in San Francisco, CA using an investor presentation, a copy of which is being furnished pursuant to Regulation FD as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Investor presentation dated January 2016

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THERAVANCE BIOPHARMA, INC.

Date: January 11, 2016

/s/ Renee D. Gala
Renee D. Gala
Senior VP and Chief Financial Officer

EXHIBIT INDEX

Exhibit No.	Description
Exhibit 99.1	Investor presentation dated January 2016



Theravance Biopharma, Inc. (NASDAQ: TBPH)

Investor Presentation
January 2016

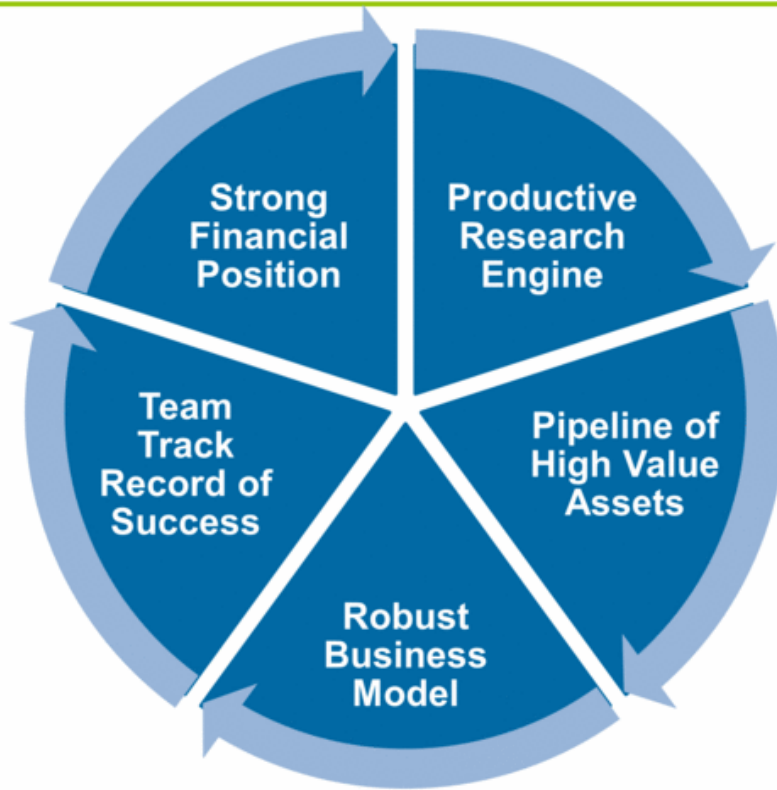
Cautionary Statement Regarding Forward-Looking Statements

Under the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995, the company cautions investors that any forward-looking statements or projections made by the company are subject to risks and uncertainties that may cause actual results to differ materially from the forward-looking statements or projections.

Examples of forward-looking statements in this presentation include statements relating to the company's business plans and objectives, including financial and operating results, potential partnering transactions and sales targets, the company's regulatory strategies and timing and results of clinical studies, and the potential benefits and mechanisms of action of the company's product and product candidates (including their potential as components of combination therapies).



The company's forward-looking statements are based on the estimates and assumptions of management as of the date of this presentation and are subject to risks and uncertainties that may cause the actual results to be materially different than those projected, such as risks related to delays or difficulties in commencing or completing clinical studies, the potential that results from clinical or non-clinical studies indicate product candidates are unsafe or ineffective (including when our product candidates are studied in combination with other compounds), delays or failure to achieve and maintain regulatory approvals for product candidates, risks of collaborating with third parties to discover, develop and commercialize products, risks associated with establishing and maintaining sales, marketing and distribution capabilities, and the finalization of financial results for the three months and twelve months ended December 31, 2015 and the audit of those results by us and our independent auditors may result in changes from the expected results disclosed in this presentation. Other risks affecting the company are described under the heading "Risk Factors" and elsewhere in the company's Form 10-Q filed with the Securities and Exchange Commission (SEC) on November 12, 2015, and other periodic reports filed with the SEC.

Theravance Biopharma Investment Highlights



Optimizing Pipeline Value by Leveraging Partnerships and Commercial Infrastructure

Program	Therapeutic Area	Collaborator	Early	Mid	Late	Marketed
VIBATIV® (telavancin) cSSSI, HABP/VABP	Anti-Infective	Multiple Partners (ex-US)				
Telavancin Bacteremia, Concurrent Bacteremia w/ cSSSI & HABP/VABP	Anti-Infective	Multiple Partners (ex-US)				
Revefenacin (TD-4208) COPD & Other Respiratory Diseases	Respiratory	Mylan				
Axelopran (TD-1211), Axelopran/Opioid FDC OIC, Pain	GI, Pain					
Velusetrag (TD-5108) Gastroparesis	GI	Alfa Wassermann (ex-US)				
TD-9855 (NSRI) nOH, Fibromyalgia	CV, Pain					
TD-8954 ICU IV Prokinetic	GI					
TD-6450 (NS5A) HCV	Anti-Infective	Trek Therapeutics				
TD-1792 & TD-1607 Gram+ MRSA	Anti-Infective	R-Pharm (TD-1792, ex-US)				
TD-0714 (NEP Inhibitor) Chronic/Acute HF, CKD, Hypertension	Cardiovascular, Renal					
TD-1473 (JAK Inhibitor) Ulcerative Colitis, Other Inflammatory Intestinal Disorders	GI					
Closed Triple (FF/UMEC/VI) COPD	Respiratory	GSK & Innoviva, Inc.*				
MABA/MABA ICS COPD, Asthma	Respiratory	GSK & Innoviva, Inc.*				

 Pipeline Assets
 Financial Assets

Late-stage = Regulatory submission filed, Phase 3 development, Phase 3-ready; Mid-stage = assets between Phase 1 and Phase 2b; Early-stage = pre-clinical assets

⁴ TBPH holds economic interest in future payments that may be made by Glaxo Group Limited (GSK) relating to certain programs, including "Closed Triple" (FF/UMEC/VI) (Fluticasone Furoate/Umeclidinium/Vilanterol), MABA/FF '081, MABA monotherapy and other future products that may be combined with VI or MABA '081; Innoviva, Inc. (formerly Theravance, Inc.)


2016 Focus

Program	Phase 1	Phase 2	Phase 3	Filed	Approved
VIBATIV® (telavancin)					
• cSSSI, HABP/VABP					
• sNDA Concurrent Bacteremia & cSSSI					
• sNDA Concurrent Bacteremia & HABP/VABP					
• Phase 3 Registrational Study – Bacteremia					
Revefenacin (TD-4208)					
• Phase 3 Efficacy Studies (2) – COPD					
• Phase 3 Long-Term Safety Study – COPD					
TD-0714 (NEP Inhibitor)					
• Phase 1 Study					
TD-1473 (JAK Inhibitor)					
• Phase 1 Study					

Neprilysin Inhibitor (NEPi) Program
*Potential Best-in-Class Therapeutic for
Cardiovascular and Renal Disease*

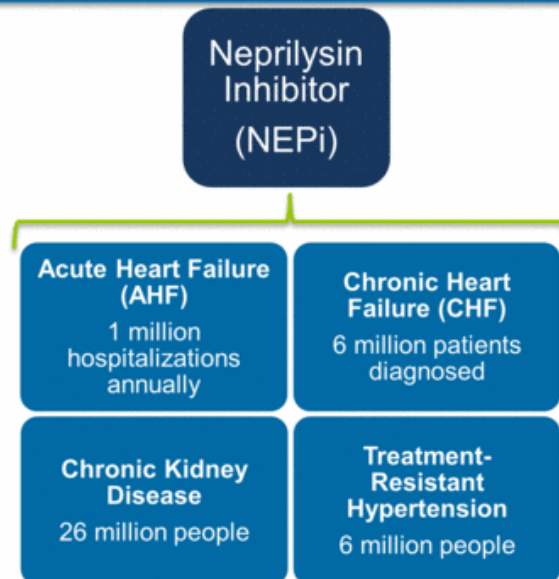
Best-in-Class NEPi Could Improve Treatment Regimens for Cardiovascular & Renal Diseases

Utility of NEP Inhibitors (NEPi)



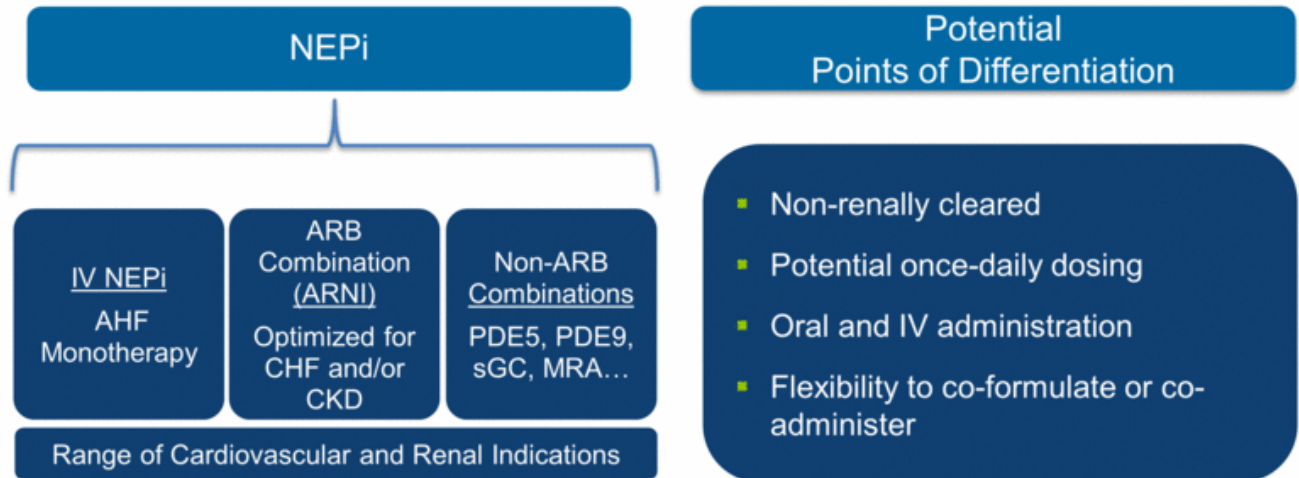
- Potentiate natriuretic peptides
- Reduce mortality and morbidity in CHF patients
- Diuresis and natriuresis
- Control blood pressure
- Reverse maladaptive changes in heart and vascular tissue
- Utility in CHF validated by Entresto®

Large Market Opportunities



➤ Significant opportunity remains for a next-generation NEP inhibitor offering once-daily dosing, combination flexibility and enhanced tolerability

TBPH NEPi Program: Differentiated & Versatile Platform with Potential for Broad Applicability Beyond CHF



TD-1473
*Oral GI-Targeted Pan-JAK Inhibitor for Ulcerative Colitis
and Other Inflammatory Intestinal Diseases*

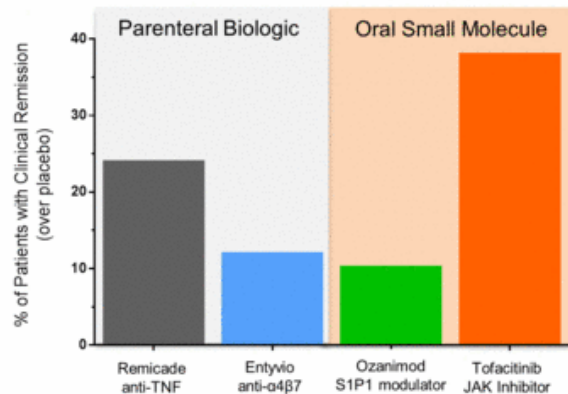
Significant Need Remains for Therapies to Treat Moderate to Severe Ulcerative Colitis (UC)

UC is a Complex Disorder Involving Multiple Inflammatory Mediators



- ~700K patients in the US¹
- Current medicines have limited efficacy, lose efficacy over time and carry risk for infectious and malignant adverse effects

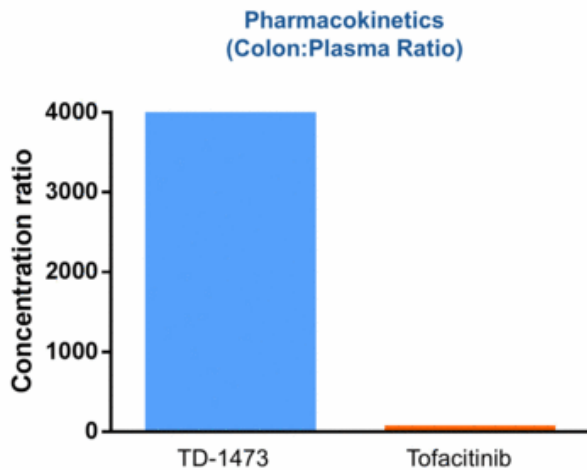
Robust Clinical Remission of UC with JAK Inhibition



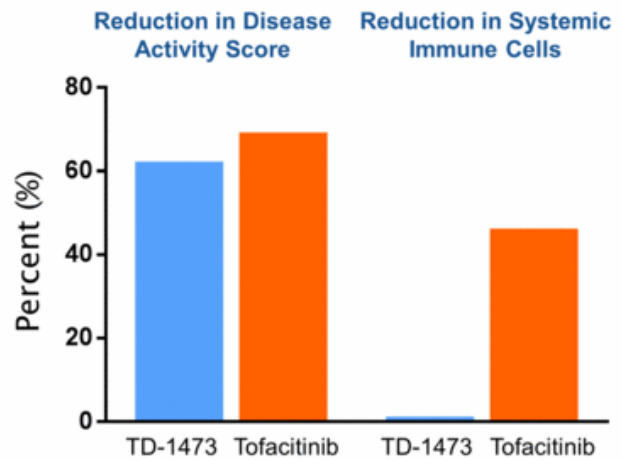
- JAK inhibitors currently under development for UC may carry systemic liabilities
- An oral, **GI-targeted** JAK inhibitor may offer superior efficacy and safety with minimal side effects

TD-1473: Oral GI-Targeted JAK Inhibitor with the Potential for Robust Efficacy and Minimal Side Effects

TD-1473 Exhibits GI-Restriction after Oral Administration in Rodents



TD-1473 is Active in Rodent Colitis Model without Systemic Effects



Phase 1 Clinical Trial Initiated December 2015

Revefenacin (TD-4208)
Nebulized Long-Acting Muscarinic Antagonist (LAMA)

Compelling Need for Once-Daily Nebulized LAMA

Enduring Patient Niche and Significant Market Opportunity

Unmet Need for Nebulized LAMA Therapy

- Once-daily LAMAs are **first-line therapy** for moderate to severe COPD¹
- **No nebulized LAMAs available today**; only available in handheld devices

Enduring Patient Niche with Potential for Premium Pricing

- **>100M patient treatment days** in nebulized COPD segment³
- **9%** of COPD patients currently use nebulizers for ongoing maintenance therapy²
- **41%** of COPD patients use nebulizers at least occasionally for bronchodilator therapy²
- Pricing in branded LA nebulized segment ~ 2x premium to handheld Spiriva³

Significant Market Opportunity

- Revefenacin **complementary to existing nebulized LABA** treatment options
- Mylan brings commercial strength in nebulized segment

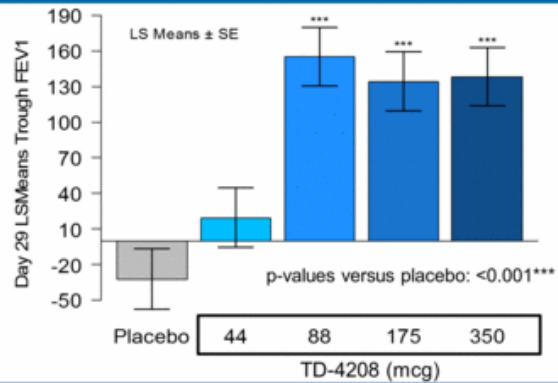
Revefenacin (TD-4208) Phase 3 Program

Phase 3 Program

- Two replicate 3-month efficacy studies expected to read-out in Q3 2016
- Single 12-month safety study expected to read-out in 2017
- ~2,300 patients across three studies
- Studies will test two doses: 88 mcg and 175 mcg administered once-daily

Phase 2b Study 0117 Met Primary Endpoint at 88 mcg and Above

- 355 patients with moderate to severe COPD
- Primary endpoint: Change from baseline in trough FEV₁ following 28 days



Strategic Collaboration with Mylan

Nebulized Revedfenacin for COPD and Other Respiratory Diseases

Mylan Brings Commercial Strength in Nebulized Segment

- A world-leader in nebulized therapy
- Expert in manufacturing and marketing of respiratory products

Significant Funding for Theravance Biopharma

- \$15M initial payment and \$30M equity investment
- Up to \$220M in development/commercialization milestones
- TBPH leads US development; fully-funded by Mylan¹
- Profit share in US; double-digit royalties ex-US

VIBATIV[®] (telavancin)
Commercial, Once-Daily, Dual Mechanism Antibiotic

What is VIBATIV®?

First FDA approved lipoglycopeptide exhibiting concentration-dependent bactericidal activity via a **dual mechanism** of action that inhibits cell wall synthesis and disrupts membrane barrier function

Active against Gram-positive bacteria, including methicillin-resistant *Staphylococcus aureus* (MRSA)

Intravenously administered;
once-daily dosing

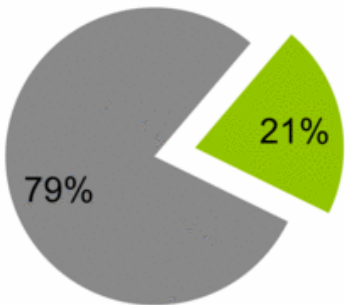


Approved in the U.S. for treatment of the following infections in adult patients caused by designated susceptible bacteria:

- Complicated skin and skin structure infections (**cSSSI**)
- Hospital-acquired and ventilator-associated bacterial pneumonia (**HABP/VABP**) caused by susceptible isolates of *Staphylococcus aureus* when alternative treatments are not suitable

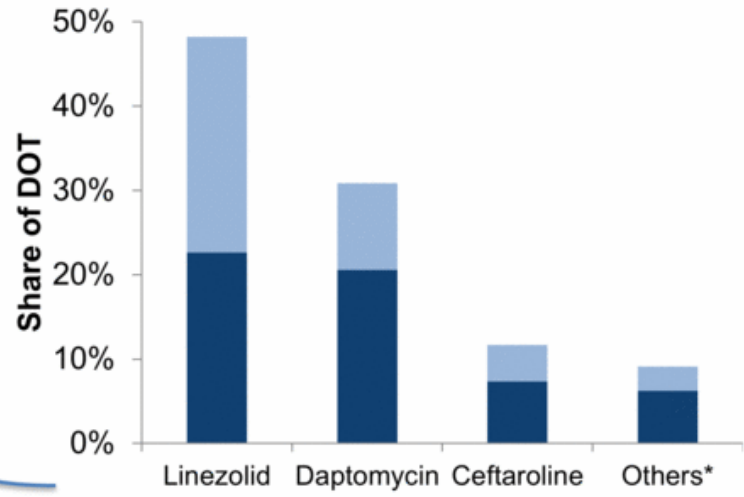
Opportunity Exists for VIBATIV® Among Alternative MRSA Therapies in Current U.S. Market

**Total Days of Therapy (DOT)
for MRSA Antibiotics
34 Million**



■ Vancomycin ■ Alternatives

Alternative MRSA Therapies

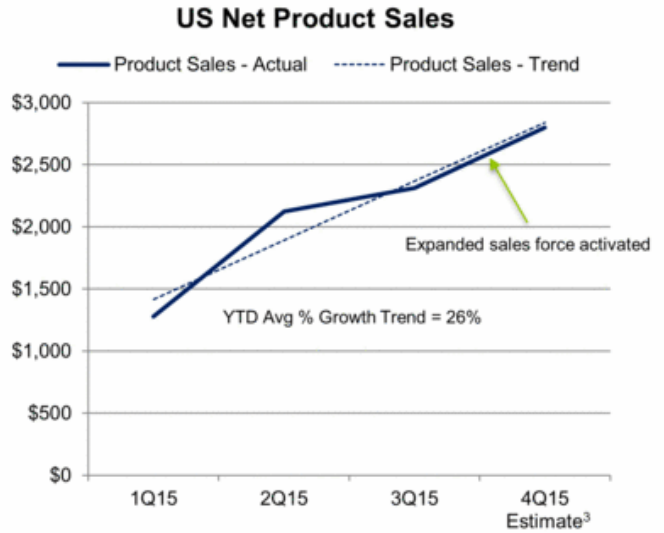
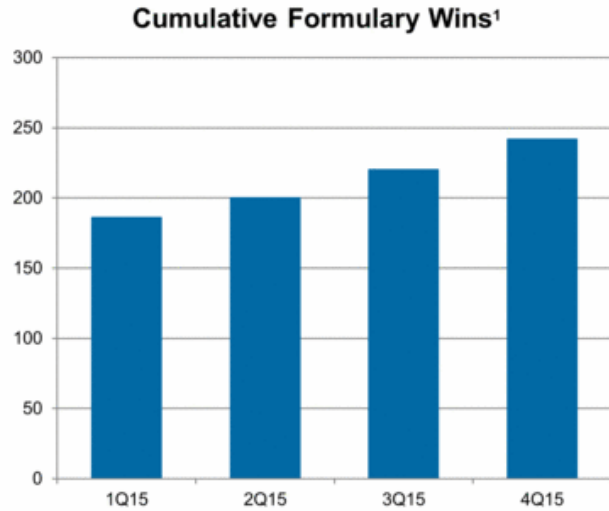


■ Inpatient ■ Outpatient

18 Source: TBPH estimates based on integrating data from multiple sources (2014)
*Others includes Tygacil and Synercid

VIBATIV® Commercialization

Steady Growth in Formulary Wins and Product Sales



Physicians use VIBATIV when²

- *"other agents fail"*
- *"patients have multiple comorbidities"*
- *"need rapid bactericidal activity"*
- *"cases have documented resistance"*

19 ¹Formularies based on field intelligence; ²TBPH Market Research; ³Q4 estimated US Net Product Sales range: \$2.6 million - \$3.0 million

VIBATIV®: Building a Global Brand

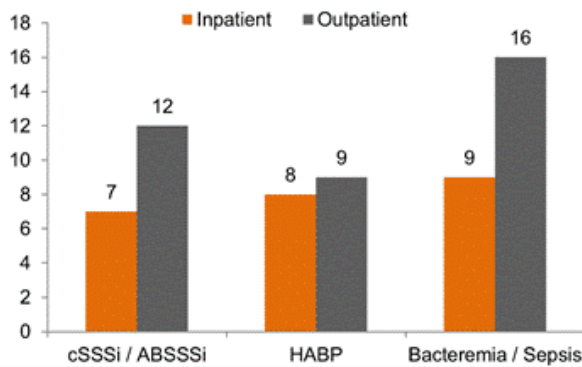
Opportunity for Broadest Set of Indications of Any Branded Anti-MRSA Agent

- sNDA submitted for concurrent bacteremia and HABP/VABP or cSSSI (PDUFA: Q2 2016)
- Phase 3 Registrational Study in Bacteremia
 - ~250 patients, ~70 clinical sites in US & ROW
 - Expected to complete 2017

Leveraging Regional Partnerships to Expand Commercial Reach



Average Days of Therapy (DOT)¹



- Multiple partnerships in large and growing ex-US markets, including China and India
- Recent marketing authorizations in Canada and Russia; launches expected in 2016

¹Treatment Trends®: Hospital Discharge and Outpatient Parenteral Antibiotic Therapy (US) © June 2014 DR/Decision Resources, LLC. All rights reserved. Reproduction, distribution, transmission or publication is prohibited. Reprinted with permission. Note: This analysis only considers treatment days for patients treated in both inpatient setting & OPAT for each infection type; excluded patients treated w/ OPAT w/o recent hospital or ER; ID specialists responded to "Please estimate duration of therapy, both inpatient therapy and outpatient therapy, for OPAT patients." (n-sizes vary by infection type & inpatient vs. outpatient.)



Theravance Biopharma *Opportunities for Value Creation*

Upcoming Key Milestones

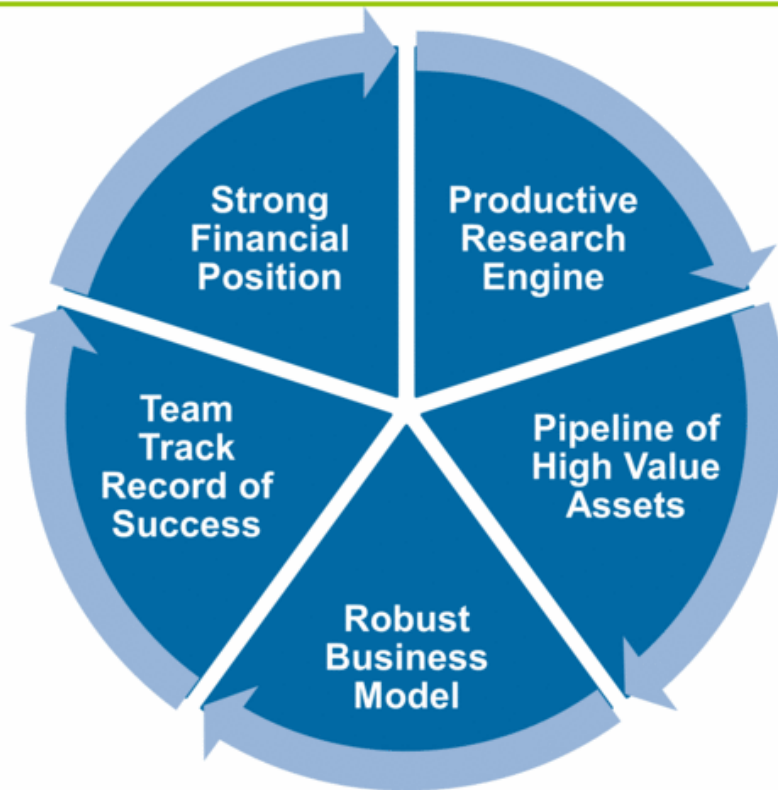
Priority Programs:

Program	Milestone	Target
TD-0714 (NEP inhibitor)	Complete Phase 1 (incl. target engagement)	2016
TD-1473 (JAK inhibitor)	Complete Phase 1	2016
Revefenacin (TD-4208)	Complete Phase 3 Efficacy Studies	2016
Revefenacin (TD-4208)	Complete Phase 3 LTSS	2017
VIBATIV® (telavancin)	Concurrent Bacteremia & HABP/VABP or cSSSI PDUFA	2016
Telavancin	Complete Phase 3 Bacteremia Study	2017

Financial Assets:

Program	Milestone	Target
Closed Triple (FF/UMEC/VI)*	Complete Phase 3 FULFIL Study	2016
Closed Triple (FF/UMEC/VI)*	EU Regulatory Filing	2016
Closed Triple (FF/UMEC/VI)*	Complete Phase 3 IMPACT Study	2017
Closed Triple (FF/UMEC/VI)*	US Regulatory Filing	2018

Theravance Biopharma Investment Highlights



About VIBATIV® (telavancin)

VIBATIV was discovered internally in a research program dedicated to finding new antibiotics for serious infections due to *Staphylococcus aureus* and other Gram-positive bacteria, including MRSA. VIBATIV is a bactericidal, once-daily, injectable lipoglycopeptide antibiotic with in vitro potency and a dual mechanism of action whereby telavancin both inhibits bacterial cell wall synthesis and disrupts bacterial cell membrane function.

VIBATIV for injection is approved in the U.S. for the treatment of adult patients for complicated skin & skin structure infections (cSSSI) caused by susceptible isolates of Gram-positive bacteria, including *Staphylococcus aureus*, both methicillin-susceptible (MSSA) and methicillin-resistant (MRSA) strains. In addition, VIBATIV telavancin is approved in the U.S. for the treatment of adult patients with hospital-acquired and ventilator-associated bacterial pneumonia (HABP/VABP) caused by susceptible isolates of *Staphylococcus aureus* when alternative treatments are not suitable.

VIBATIV is indicated in Canada and Russia for complicated skin & skin structure infections and HAP/VAP caused by Gram-positive bacteria, including MRSA.

VIBATIV is indicated in the European Union for the treatment of adults with nosocomial pneumonia (NP) including ventilator associated pneumonia (VAP), known or suspected to be caused by methicillin resistant *Staphylococcus aureus* (MRSA) and should be used only in situations where it is known or suspected that other alternatives are not suitable.

VIBATIV[®] (telavancin)

Important Safety Information (US)

Mortality

Patients with pre-existing moderate/severe renal impairment (CrCl \leq 50 mL/min) who were treated with VIBATIV[®] for hospital-acquired bacterial pneumonia/ventilator-associated bacterial pneumonia had increased mortality observed versus vancomycin. Use of VIBATIV in patients with pre-existing moderate/severe renal impairment (CrCl \leq 50 mL/min) should be considered only when the anticipated benefit to the patient outweighs the potential risk.

Nephrotoxicity

New onset or worsening renal impairment occurred in patients who received VIBATIV. Renal adverse events were more likely to occur in patients with baseline comorbidities known to predispose patients to kidney dysfunction and in patients who received concomitant medications known to affect kidney function. Monitor renal function in all patients receiving VIBATIV prior to initiation of treatment, during treatment, and at the end of therapy. If renal function decreases, the benefit of continuing VIBATIV versus discontinuing and initiating therapy with an alternative agent should be assessed.

Fetal Risk

Women of childbearing potential should have a serum pregnancy test prior to administration of VIBATIV. Avoid use of VIBATIV during pregnancy unless the potential benefit to the patient outweighs the potential risk to the fetus. Adverse developmental outcomes observed in three animal species at clinically relevant doses raise concerns about potential adverse developmental outcomes in humans. If not already pregnant, women of childbearing potential should use effective contraception during VIBATIV treatment.

Contraindication

Intravenous unfractionated heparin sodium is contraindicated with VIBATIV administration due to artificially prolonged activated partial thromboplastin time (aPTT) test results for up to 18 hours after VIBATIV administration.

VIBATIV is contraindicated in patients with a known hypersensitivity to the drug.

Hypersensitivity Reactions

Serious and potentially fatal hypersensitivity reactions, including anaphylactic reactions, may occur after first or subsequent doses. VIBATIV should be used with caution in patients with known hypersensitivity to vancomycin.

Geriatric Use

Telavancin is substantially excreted by the kidney, and the risk of adverse reactions may be greater in patients with impaired renal function. Because elderly patients are more likely to have decreased renal function, care should be taken in dose selection in this age group.

Infusion Related Reactions

VIBATIV is a lipoglycopeptide antibacterial agent and should be administered over a period of 60 minutes to reduce the risk of infusion-related reactions. Rapid intravenous infusions of the glycopeptide class of antimicrobial agents can cause "Red-man Syndrome" like reactions including: flushing of the upper body, urticaria, pruritus, or rash.

QTc Prolongation

Caution is warranted when prescribing VIBATIV to patients taking drugs known to prolong the QT interval. In a study involving healthy volunteers, VIBATIV prolonged the QTc interval. Use of VIBATIV should be avoided in patients with congenital long QT syndrome, known prolongation of the QTc interval, uncompensated heart failure, or severe left ventricular hypertrophy.

Most Common Adverse Reactions

The most common adverse reactions (greater than or equal to 10% of patients treated with VIBATIV) were diarrhea, taste disturbance, nausea, vomiting, and foamy urine. Full Prescribing Information, including Boxed Warning and Medication Guide in the U.S., is available at www.VIBATIV.com.