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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

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**FORM 8-K**

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**Current Report Pursuant  
to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of earliest event Reported): **August 19, 2015**

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**THERAVANCE BIOPHARMA, INC.**

(Exact Name of Registrant as Specified in its Charter)

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**Cayman Islands**  
(State or Other Jurisdiction of  
Incorporation)

**001-36033**  
(Commission File Number)

**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)

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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 7.01. Regulation FD Disclosure.**

On August 19 and 20, 2015, Rick E Winningham, Chairman and Chief Executive Officer of Theravance Biopharma, Inc. will be conducting one-on-one meetings with analysts and investors in Oxford and London, England. A copy of the slide presentation 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.

The information in 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 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.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Slide presentation dated August 2015

**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 BIOPHARMA, INC.**

Date: August 19, 2015

By: /s/ Renee D. Gala

Renee D. Gala

Senior Vice President and Chief Financial Officer

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description</b>                   |
|--------------------|--------------------------------------|
| 99.1               | Slide presentation dated August 2015 |



**Theravance Biopharma, Inc. (NASDAQ: TBPH)**  
*Rick E Winningham, Chief Executive Officer*

Investor Relations Presentation  
August 2015

# Cautionary Statement Regarding Forward-Looking Statements

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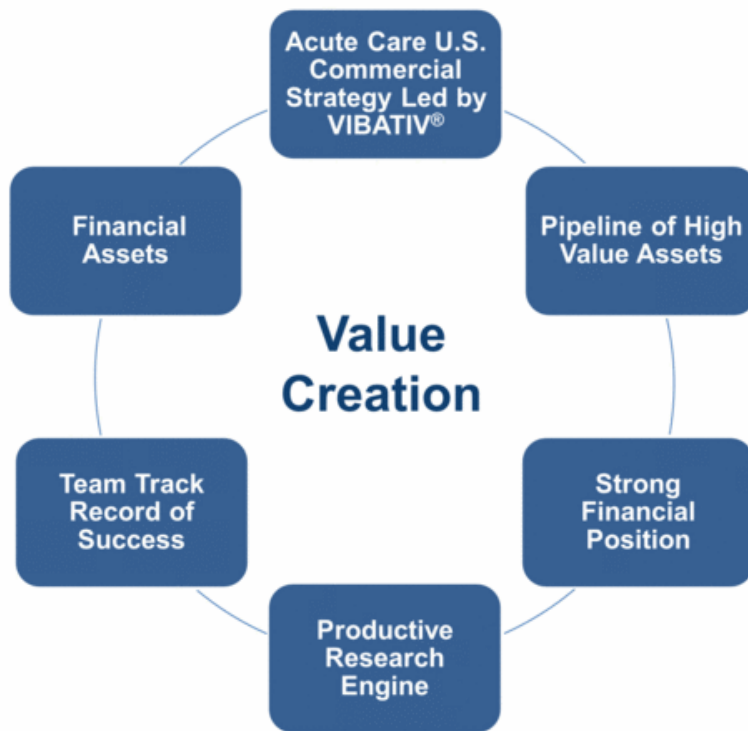
Under the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995, the company cautions investors that any forward-looking statements or projections made by the company are subject to risks and uncertainties that may cause actual results to differ materially from the forward-looking 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 and risks associated with establishing and maintaining sales, marketing and distribution capabilities. 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 May 13, 2015, under the heading "Risk Factors" contained in the Form S-3 Registration Statement filed by Theravance Biopharma with the SEC on July 9, 2015, and other periodic reports filed with the SEC.

# Theravance Biopharma **Investment Highlights**

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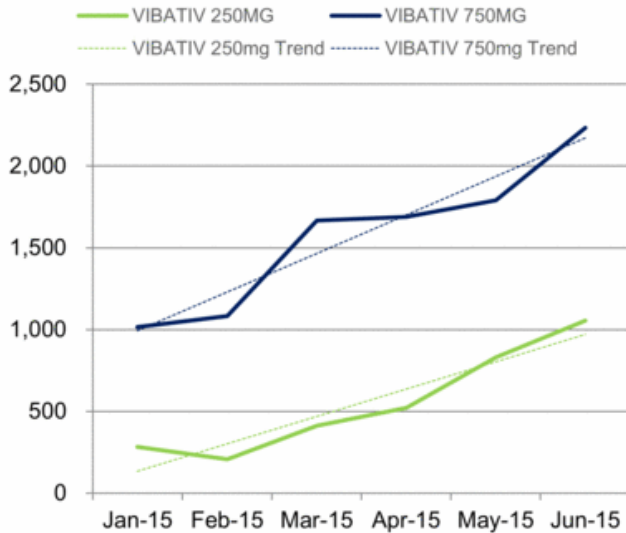
# VIBATIV® Commercialization

## Month-to-Month Sales Volume

Unit Sales Volume Increased  
60% Q1 vs. Q2 2015<sup>1</sup>

Factors Driving Utilization

VIBATIV 250mg & 750mg  
Volume Units<sup>2</sup>



- Clinical data, MSLs and publications driving physician education
- Physician know-how and experience driving usage
- Physicians use VIBATIV when<sup>3</sup>...
  - "other agents fail"
  - "need rapid bactericidal activity"
  - "patients have multiple comorbidities"
  - "cases have documented resistance"

4

<sup>1</sup>Percent change on total mgs sold

<sup>2</sup>Symphony Sales Data, through June 2015

<sup>3</sup>TBPH market research

Theravance  
Biopharma 



# VIBATIV<sup>®</sup>: **Focus** for 2015

## Targeting 2015 worldwide revenue<sup>1</sup> of \$15-18 million

- Increasing U.S. sales force to **50 reps** in targeted territories
- Leveraging regional **partners** outside the U.S. to extend commercial reach and build VIBATIV into a global brand

## Establishing VIBATIV in the market as a differentiated product

- *In vitro* **potency** as great or greater than any other approved Gram+ antibiotic
- Aiming for **broadest set of indications** among branded anti MRSA agents

## Generating additional efficacy data in patients

- Initiate Phase 3 **registrational bacteremia study** in ~250 patients
- Initiate Patient **registry** study (TOUR) in ~1,000 patients

# TD-4208: 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 COPD<sup>1</sup>
- **No nebulized LAMAs available today**; only available in handhelds

### Enduring Patient Niche with Potential for Premium Pricing

- **>100M patient treatment days** in nebulized LABA, SAMA and SAMA/SABA therapy<sup>3</sup>
- **41%** of COPD patients use nebulizers at least occasionally for bronchodilator therapy<sup>2</sup>
- **9%** of COPD patients currently use nebulizers for ongoing maintenance therapy<sup>2</sup>
- Pricing in branded LA nebulized segment ~ 2x premium to handheld Spiriva<sup>3</sup>

### Significant Market Opportunity

- TD-4208 **complementary to existing nebulized LABA** treatment options
- Mylan brings commercial strength in nebulized segment

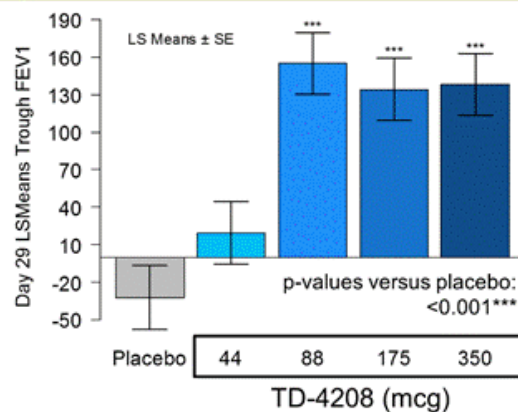
<sup>1</sup> Global Strategy for Diagnosis, Management, and Prevention of COPD  
<sup>2</sup> TBPH market research (N = 160 physicians); Refers to US COPD patients

<sup>3</sup> Estimate derived from use of information under license from the following IMS Health information service: NSP for period MAT May, 2015. Excludes nebulized short-acting beta agonists. IMS expressly reserves all rights, including rights of copying, distribution and republication

# TD-4208: Favorable Phase 2 Results Support Phase 3 **Registration Program** in COPD

## 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 FEV<sub>1</sub> following 28 days



## Plan to Initiate Phase 3 Program in second half of 2015

- Two replicate 3-month efficacy studies expected to read-out in 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

# Strategic Collaboration with Mylan

Nebulized LAMA TD-4208 in COPD/Other Respiratory Diseases

## Financial

- **Significant funding for Theravance Biopharma** including **\$15M initial payment** and **up to \$220M** in development/commercialization milestones
- **Profit share** in US and low to mid-teen **double-digit royalties** ex-US

## Development

- **TBPH leads development** program in U.S. program fully funded by Mylan<sup>1</sup>

## Commercial

- **Mylan leads commercialization in U.S., subject to FDA approval**
  - **US: TBPH co-promote under profit split** (65% Mylan / 35% TBPH)
  - **Ex-US: TBPH receives royalties**

<sup>1</sup> Applies through FDA approval of first product containing 4208

# ARNI (ARB + NEPI) Class of Medicines: Potential **Paradigm Shift** for Patients with Congestive Heart Failure



## Entresto®

- FDC of valsartan (ARB) and sacubitril (NEPI)
- Indicated to reduce risk of CV death and hospitalization for HF patients with CHF
- Showed reduction in overall mortality of >20% vs. standard of care
- Global peak sales forecast: \$6 billion to \$11 billion<sup>1</sup>

Entresto® represents just the beginning of the NEP inhibitor class's therapeutic potential

# Theravance Biopharma **Portfolio**: Optimizing Value by Leveraging Partnerships and our Commercial Infrastructure

|                          | Early-Stage  | Mid-Stage | Late-Stage | Marketed | Therapeutic Area |
|--------------------------|--|-----------|------------|----------|------------------|
| Go Alone (U.S.)          | VIBATIV (telavancin): cSSSI, HABP/VABP →                           |           |            |          | Anti-infective   |
|                          | Telavancin: bacteremia →   |           |            |          |                  |
|                          | Undisclosed: Ulcerative Colitis →                                  |           |            |          | GI               |
| Partnered or May Partner | TD-8954: ICU IV prokinetic →                                       |           |            |          | GI               |
|                          | TD-4208: COPD and Other respiratory diseases →                     |           |            |          | Respiratory      |
|                          | Velusetrag (TD-5108): Gastroparesis →                              |           |            |          | GI               |
|                          | Axelopran (TD-1211): OIC<br>Axelopran (TD-1211)/Opioid FDC: Pain → |           |            |          | GI, Pain         |
|                          | TD-9855: Fatigue, Fibromyalgia →                                   |           |            |          | MS/PD, Pain      |
|                          | NEP inhibitor: Heart Failure →                                     |           |            |          | CV               |
|                          | TD-1792 & TD-1607: Gram positive MRSA →                            |           |            |          | Anti-infective   |
|                          | TD-6450: HCV →   |           |            |          | Anti-infective   |
| Financial* Assets        | Closed Triple (FF/UMEC/VI): COPD →                                 |           |            |          | Respiratory      |
|                          | MABA, MABA/ICS: COPD, Asthma →                                     |           |            |          | Respiratory      |

10 Late-stage = approved products, Phase 3 development, Phase 3-ready; Mid-stage = assets between Phase 1 and Phase 2b; Early-stage = pre-clinical assets  
 \*TBPH holds economic interest in future payments that may be made by GlaxoSmithKline plc (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



# Theravance Biopharma **Milestones** to Value Creation

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- **VIBATIV®**: targeting 2015 worldwide revenue<sup>1</sup> of \$15-18 million
- Initiation of **LAMA TD-4208 Phase 3 registrational** program second half 2015
- Progression of **high value development candidates** in cardiovascular / renal disease and ulcerative colitis into the clinic in late 2015/early 2016
- **Completion of 3 Phase 3 studies in 2016**
  - Two LAMA TD-4208 efficacy studies
  - Closed Triple FULFIL study<sup>2</sup>
- **Completion of 3 Phase 3 studies in 2017**
  - LAMA TD-4208 LTSS
  - Telavancin bacteremia study
  - Closed Triple IMPACT study<sup>2</sup>



# Theravance Biopharma **Investment Highlights**

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