FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APP	ROVAL						
OMB Number:	3235-0287						
Estimated average burden							
hours per response:	0.5						

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

					or	Secti	on 30(h)	of the	Investmen	t Con	npany Act	of 1940						
	nd Address of	Reporting Person*							ker or Trad <u>harma,</u>			н]	(Ch	Relationship of eck all applic	able)	g Pers	` '	
(Last)			(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 05/02/2023								X Director Officer below)	(give title		10% Ow Other (s below)	·
C/O THERAVANCE BIOPHARMA US, INC.				4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)					
(Street) SOUTH FRANCI	()	A	94080				1055	1/->	Tuesa		!	: 4: - ·-			led by Mor		orting Persor	
(City)	(S	tate)	(Zip)			Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a constitution satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction							int to a conf					
		Tab	le I - Nor	n-Deriv	vativ	e Se	curities	s Ac	quired,	Dis	posed o	f, or Be	neficial	ly Owned				
Date			/Day/Year) if		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)		ities Acquired (A) o d Of (D) (Instr. 3, 4		Benefici	es I ally (Following (Form (D) o	n: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount	(A) o (D)	r Price	Transact (Instr. 3	tion(s)			(Instr. 4)
Ordinary Shares 05/0				05/0	2/202	23	A 9,132 A \$0 20,951		,951		D							
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
1. Title of Derivative Conversion or Exercise (Instr. 3) Price of Derivative Security 1. Title of Conversion Date (Month/Day/Year) 2. Conversion Date (Month/Day/Year) 3. Transaction Date Execution Date, if any (Month/Day/Year)		Date,	4. Transaction Code (Instr. 8)		of		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)	e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)			
					Code	v	(A)	(D)	Date Exercisab		Expiration Date	Title	Amount or Number of Shares					
Share Option (Right to Buy)	\$10.95	05/02/2023			A		22,044		(1)	0	05/01/2033	Ordinary Shares	22,044	\$0	22,04	4	D	

Explanation of Responses:

1. This option may be exercised and shall be vested as to 1/12th of the shares subject to this option when optionee completes each continuous month of service following the grant date and any then remaining unvested shares shall vest on the date of the next annual meeting of the company's shareholders provided the optionee remains in continuous service on such date.

/s/ Brett A. Grimaud, Attorney-05/04/2023 in-Fact

** 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.