

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

FORM 8-K/A

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

Date of Report (Date of earliest event Reported): **December 15, 2010**

THERAVANCE, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

000-30319

(Commission File Number)

94-3265960

(I.R.S. Employer Identification Number)

**901 Gateway Boulevard
South San Francisco, California 94080
(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:

- 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))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) Theravance, Inc. ("Theravance") is filing this amendment to its Current Report on Form 8-K, filed with the Securities and Exchange Commission (the "SEC") on October 22, 2010, to disclose the appointment of Henrietta Holsman Fore to the Audit Committee of the board of directors of Theravance.

On October 22, 2010, Theravance filed a Current Report on Form 8-K to report that Henrietta Holsman Fore had been appointed to serve on Theravance's board of directors effective October 20, 2010. At the time of her appointment, the board of directors had not yet determined the committees on which Ms. Fore would serve. On December 15, 2010, the board of directors appointed Ms. Fore to serve on the Audit Committee of the board of directors.

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, INC.

Dated: December 17, 2010

By: /s/ Rick E Winningham

Rick E Winningham
Chief Executive Officer