

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>GLICK MARTY</u>  (Last) (First) (Middle) <u>THERAVANCE, INC.</u> <u>901 GATEWAY BOULEVARD</u>  (Street) <u>SOUTH SAN FRANCISCO</u> <u>CA</u> <u>94080</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>10/04/2004</u>	3. Issuer Name and Ticker or Trading Symbol <u>THERAVANCE INC</u> [ <u>THRX</u> ]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  <u>Executive VP, Finance and CFO</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
			6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	265,805	D	
Common Stock	32,258	I	By family trust

Table II - Derivative Securities Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	(1)	03/16/2010	Common Stock	28,225	8.14	D	
Stock Option (right to buy)	(1)	04/29/2010	Common Stock	32,258	8.53	D	
Stock Option (right to buy)	(1)	02/24/2012	Common Stock	11,729	8.53	D	
Stock Option (right to buy)	(1)	02/24/2012	Common Stock	23,754	8.53	D	
Common Stock (right to buy)	(1)	01/24/2013	Common Stock	1,451	3.1	D	
Stock Option (right to buy)	09/02/2007	03/29/2014	Common Stock	64,516	9.69	D	
Stock Option (right to buy)	09/02/2007	03/29/2014	Common Stock	172,258	9.69	D	
Stock Option (right to buy)	09/02/2007	03/29/2014	Common Stock	30,967	9.69	D	

Explanation of Responses:

1. Immediately exercisable.

Marty Glick 10/04/2004  
\*\* 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 5 (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.

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