FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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Name and Address of Reporting Person* Blum Robert I					<u>CY</u>	2. Issuer Name and Ticker or Trading Symbol CYTOKINETICS INC [CYTK]									Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) 280 EAST GRAND AVENUE						3. Date of Earliest Transaction (Month/Day/Year) 03/01/2006									X Officer (give title Other (specify below) below) EVP, Corp. Development & CBO					
200 ENST GRAND AVENUE							ndment	Date	of Original	Filed	(Month/F	av/Year								
(Street) SOUTH SAN FRANCISCO CA 94080					4.117	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(S	tate) ((Zip)																	
		Tab	le I - N	on-Deri	vative	Sec	urities	Ac	quired, [Disp	osed o	f, or B	enefi	cially	/ Owned	I				
1. Title of Security (Instr. 3) 2. Transacting Date (Month/Day/						Execution Date,			Transaction Dispose Code (Instr. and 5)		rities Acquired (A) led Of (D) (Instr. 3, 4			5. Amou Securiti Benefici Owned Followin	es ally	Form (D) o	n: Direct r ect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) (D)	or F	Price	Reported Transaction(s) (Instr. 3 and 4)				(,	
Common	Stock														65,	,000,	D			
Common	Stock														12,500		I		by Trust	
Common Stock															12,500		I		by Trust 2 ⁽²⁾	
			Tabl						uired, Di						ned					
1. Title of Derivative Conversion Security (Instr. 3) 2. Conversion Date Execution I fany (Month/Day/Year) Price of Derivative Security				on Date,		Fransaction Code (Instr.		n of E		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Sec (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4)		Beneficial Ownership	
								Date Exercisable		xpiration ate	Title	or	ount nber res							
Incentive Stock Option (right to buy)	\$7.15	03/01/2006			A		28,494		03/01/2006 ⁽	3) 0.	3/01/2016	Common Stock	28,	494	\$0	28,494	1	D		
Non- Qualified Stock Option (right to buy)	\$7.15	03/01/2006			A		71,506		03/01/2006 ⁽	3) 0.	3/01/2016	Common	71,	,506	\$0	71,506	5	D		
Incentive Stock Option (right to buy)	\$0.58								01/14/2000 ⁽	4) 1	1/14/2010	Common Stock	106	5,250		106,25	0	D		
Incentive Stock Option (right to buy)	\$1.2								07/10/2002 ^{(.}	5) 0	7/10/2012	Common Stock	83,	,333		83,333	3	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of Code (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			tive ties ed sed	6. Date Exerc Expiration Day/N	ate	7. Title ar Amount of Securities Underlyin Derivativo (Instr. 3 a	of s ng e Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (right to buy)	\$1.2							05/21/2003 ⁽⁶⁾	05/21/2013	Common Stock	37,500		37,500	D	
Incentive Stock Option (right to buy)	\$2							12/18/2003 ⁽⁷⁾	12/18/2013	Common Stock	27,500		27,500	D	
Incentive Stock Option (right to buy)	\$6.59							04/11/2005 ⁽⁸⁾	04/11/2015	Common Stock	45,000		45,000	D	
Non- Qualified Stock Option (right to buy)	\$1.2							07/10/2002 ⁽⁵⁾	07/10/2012	Common Stock	31,667		31,667	D	
Non- Qualified Stock Option (right to buy)	\$2							12/18/2003 ⁽⁷⁾	12/18/2013	Common Stock	114,425		114,425	D	

Explanation of Responses:

- 1. Shares held by The Bridget Blum 2003 Irrevocable Trust.
- 2. Shares held by The Brittany Blum 2003 Irrevocable Trust.
- 3. When the ISO and NQ dated 03/01/2006 are combined for a total grant of 100,000 shares, the option shall vest and become exercisable as to 100,000 shares divided into equal monthly installments such that the option shall be 100% vested on 03/01/2010.
- 4. This option is immediately exercisable upon grant and shall vest as to 25,000 shares on 11/14/00 and the balance of 87,500 divided into equal monthly installments thereafter such that the option shall be 100% vested on 11/14/05.
- 5. When the ISO and NQ dated 07/10/02 are combined for a total grant of 150,000 shares, the option is immediately exercisable upon grant and shall vest as to 2,500 shares on 04/15/02 and the balance of 147,500 divided into equal monthly installments thereafter such that the option shall be 100% vested on 03/15/07.
- 6. This option is immediately exercisable upon grant and shall vest as to 781 shares on 04/01/03 and the balance of 36,719 divided into equal monthly installments thereafter such that the option shall be 100% vested on 03/01/07.
- 7. When the ISO and NQ dated 12/18/03 are combined for a total grant of 141,925 shares, the option is immediately exercisable upon grant and shall vest as to 2,365 shares on 01/18/04 and the balance of 139,560 divided into equal monthly installments thereafter such that the option shall be 100% vested on 12/18/08.
- 8. This option shall vest and become exercisable as to 45,000 shares divided into equal monthly installments such that the option shall be 100% vested on 03/01/2009.

<u>Robert I. Blum</u> <u>03/03/2006</u>

** 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.

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