| SEC Form 4 | |
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| FORM | 4 |

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is

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

| OMB APPROVAL | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|
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| Estimated average burden | | | | | | | | |

Estimated average burden hours per response: 0.5

| | sfy the affirmative ons of Rule 10b5- ction 10. | | | | | |
|--|---|------------------------------|--|-------------------|--|---------------------------------------|
| 1. Name and Addre <u>Wong Rober</u> (Last) 350 OYSTER H | (First) | ion [*] (Middle) | 2. Issuer Name and Ticker or Trading Symbol <u>CYTOKINETICS INC</u> [CYTK] 3. Date of Earliest Transaction (Month/Day/Year) 12/03/2024 | | tionship of Reporting Per all applicable) Director Officer (give title below) VP, Chief Account | 10% Owner Other (specify below) |
| (Street) SOUTH SAN FRANCISCO (City) | CA (State) | 94080 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | ridual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person | orting Person |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | | tion 4. Securities Acquir Disposed Of (D) (Ins 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|---|-------------------------|---|---|---------------|-------------------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1130. 4) |
| Common Stock | 12/03/2024 | | A ⁽¹⁾ | | 764 | A | \$ <mark>0</mark> | 18,162 | D | |
| Common Stock | 12/03/2024 | | F ⁽²⁾ | | 273 | D | \$51.51 | 17,889 | D | |
| Common Stock | 12/03/2024 | | A ⁽³⁾ | | 766 | Α | \$ <mark>0</mark> | 18,655 | 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. Transa Code (8) | | Secu Acqu (A) o Dispo of (D (Insti | of Expiration Derivative Securities Cequired A) or Disposed of (D) Instr. 3, 4 | | of Expiration Date Derivative (Month/Day/Year) Securities Acquired A) or Disposed | | Expiration Date // (Month/Day/Year) S es d I d I S d | | Amount of | | 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 | | | | | | |

Explanation of Responses:

1. Transaction represents gross shares of common stock received by grantee upon vesting of Performance Stock Units ("PSUs").

2. Transaction represents withholding of shares to satisfy grantee's tax obligations in connection with vesting PSUs.

3. Transaction represents shares of PSUs whose performance condition was satisfied but that remain subject to time-based vesting. These PSUs to vest in full December 3, 2025.

<u>/s/ Robert Wong</u>

** Signature of Reporting Person Date

12/05/2024

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.