

OMB APPROVAL	
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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>CREDIT SUISSE FIRST BOSTON/</u> (Last) (First) (Middle) <u>11 MADISON AVENUE</u> (Street) <u>NEW YORK NY 10010</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>04/29/2004</u>	3. Issuer Name and Ticker or Trading Symbol <u>CYTOKINETICS INC [CYTK]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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)
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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			
Series C Preferred Stock	(5)	(6)	Common Stock, par value \$0.001 per share	2,105,263	(4)	I	See Footnote ⁽¹⁾⁽³⁾
Series E Preferred Stock	(5)	(6)	Common Stock, par value \$0.001 per share	1,000,000	(4)	I	See Footnote ⁽²⁾⁽³⁾

1. Name and Address of Reporting Person* <u>CREDIT SUISSE FIRST BOSTON/</u> (Last) (First) (Middle) <u>11 MADISON AVENUE</u> (Street) <u>NEW YORK NY 10010</u> (City) (State) (Zip)		
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1. Name and Address of Reporting Person*

CREDIT SUISSE FIRST BOSTON EQUITY PARTNERS, L.P.

(Last) (First) (Middle)

11 MADISON AVENUE

(Street)

NEW YORK NY 10010

(City) (State) (Zip)

1. Name and Address of Reporting Person*

CREDIT SUISSE FIRST BOSTON EQUITY PARTNERS (BERMUDA), L.P.

(Last) (First) (Middle)

11 MADISON AVENUE

(Street)

NEW YORK NY 10010

(City) (State) (Zip)

1. Name and Address of Reporting Person*

EMA PRIVATE EQUITY FUND 2000, L.P.

(Last) (First) (Middle)

11 MADISON AVENUE

(Street)

NEW YORK NY 10010

(City) (State) (Zip)

1. Name and Address of Reporting Person*

EMA PARTNERS FUND 2000, L.P.

(Last) (First) (Middle)

11 MADISON AVENUE

(Street)

NEW YORK NY 10010

(City) (State) (Zip)

1. Name and Address of Reporting Person*

CREDIT SUISSE FIRST BOSTON U.S. EXECUTIVE ADVISORS, L.P.

(Last) (First) (Middle)

11 MADISON AVENUE

(Street)

NEW YORK NY 10010

(City) (State) (Zip)

1. Name and Address of Reporting Person*

CREDIT SUISSE FIRST BOSTON
ADVISORY PARTNERS, LLC

(Last) (First) (Middle)

11 MADISON AVENUE

(Street)

NEW YORK NY 10010

(City) (State) (Zip)

1. Name and Address of Reporting Person*

CREDIT SUISSE FIRST BOSTON
(BERMUDA) LTD

(Last) (First) (Middle)

11 MADISON AVENUE

(Street)

NEW YORK NY 10010

(City) (State) (Zip)

1. Name and Address of Reporting Person*

HEMISPHERE PRIVATE EQUITY
PARTNERS, LTD.

(Last) (First) (Middle)

HEMISPHERE HOUSE
NINE CHURCH STREET

(Street)

HAMILTON D0 HM11

(City) (State) (Zip)

1. Name and Address of Reporting Person*

HEMISPHERE PRIVATE EQUITY
PARTNERS CHARITABLE TRUST

(Last) (First) (Middle)

HEMISPHERE HOUSE
NINE CHURCH STREET

(Street)

HAMILTON D0 HM11

(City) (State) (Zip)

Explanation of Responses:

1. See Attachment
2. See Attachment
3. See Attachment
4. 0.5
5. Immediately
6. The shares of preferred stock automatically convert into shares of common stock upon the closing of the issuer's initial public offering.

Remarks:

(7) Kenneth J. Lohsen in signing as Vice President of Credit Suisse First Boston (Bermuda) Limited, the general partner of EMA Private Equity Fund 2000, L.P. and EMA Partners Fund 2000, L.P.

/s/ Edward Poletti, Managing
Director 04/29/2004

<u>/s/ Kenneth J. Lohsen, Attorney-in-Fact</u>	<u>04/29/2004</u>
<u>/s/ Kenneth J. Lohsen, Attorney-in-Fact</u>	<u>04/29/2004</u>
<u>/s/ Kenneth J. Lohsen, Vice President (7)</u>	<u>04/29/2004</u>
<u>/s/ Kenneth J. Lohsen, Vice President (7)</u>	<u>04/29/2004</u>
<u>/s/ Kenneth J. Lohsen, Attorney-in-Fact</u>	<u>04/29/2004</u>
<u>/s/ Kenneth J. Lohsen, Controller</u>	<u>04/29/2004</u>
<u>/s/ Kenneth J. Lohsen, Vice President</u>	<u>04/29/2004</u>
<u>/s/ Kenneth J. Lohsen, Attorney-in-Fact</u>	<u>04/29/2004</u>
<u>/s/ Nigel Jeffrey Arkley & John Ivan Sutlic, Directors</u>	<u>04/29/2004</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 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.

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.

HEMISPHERE PRIVATE EQUITY PARTNERS, LTD.
LIMITED POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS:

That Hemisphere Private Equity Partners, Ltd., a company organized under the laws of Bermuda ("HEMISPHERE"), acting on its own behalf and in its capacity as the general partner of any partnership or member of any limited liability company, does hereby irrevocably make, constitute and appoint each of the hereunder mentioned persons as its true and lawful attorney-in-fact (each, an "Attorney") to represent HEMISPHERE with full power of substitution and full power and authority in its name, place and stead, and with all rights and obligations connected therewith, to sign individually or severally and deliver, for and on behalf of HEMISPHERE, any transaction documents, certificates, instruments, filings, or agreements of any kind (each, an "Agreement") and to do and perform any acts (each, an "Action") whatsoever necessary or advisable in connection with, or relating to, a potential, initial, existing, or subsequent investment by Credit Suisse First Boston Equity Partners, L.P., Credit Suisse First Boston U.S. Executive Advisors, L.P. and Credit Suisse First Boston Equity Partners (Bermuda), L.P. (collectively, the "US Fund"), directly or indirectly in companies, partnerships or organizations (the "Investment") or any subsidiaries or affiliates of such Investment, including, without limitation, executing legal documentation, appearing at and voting at shareholder's meetings or other meetings, executing documentation relating to the establishment and maintenance of any form of entity to be used as an investment vehicle in connection with the Investment and executing documentation in connection with the purchase or sale of interest in the Investment, otherwise acting on HEMISPHERE's behalf in connection with the Investment; provided that, (i) the Investment has been approved by the Investment Committee, Advisory Committee or other appropriate decision making party, parties or entity for the US Fund, and (ii) that any and all Agreements to be executed and delivered by an Attorney are in final form and that all such agreements and any Actions to be taken by the Attorney have been revised and approved by one of the global private equity practice group members of the Credit Suisse First Boston Legal and Compliance Department:

Nicole S. Arnaboldi	Lindsay Hollister
Thompson Dean	Kenneth J. Lohsen
George R. Hornig	Lawrence M.v.D. Schloss

This Limited Power of Attorney is coupled with an interest and may be exercised by any of the above persons by signing individually as attorney-in-fact for the undersigned. The Attorneys appointed pursuant hereto shall have the power to appoint any substitute and to delegate to that substitute any power hereby conferred as if he or she had been originally appointed by this Limited Power of Attorney, provided that any powers of attorney granted by such attorneys-in-fact in connection herewith shall only be authorized hereunder if it (i) is limited to a duration of six months or less, (ii) grants power of attorney only with respect to a specific transaction in connection with the

Investment, and (iii) prohibits the granting of further power of attorney. Such substitution shall be evidenced by the execution, by any one of the herein named attorneys-in-fact signing singly, of a power of substitution in substantially the form attached hereto as Exhibit A.

This Limited Power of Attorney shall be effective on the date hereof and shall continue until December 31, 2004 unless sooner terminated by the undersigned. This Limited Power of Attorney shall be governed by and construed in accordance with the laws of Bermuda.

IN WITNESS WHEREOF this Power of Attorney has been executed on the 30th day of December, 2003.

Hemisphere Private Equity Partners, Ltd.

By: /s/ Christine A. Perinchief

Name: Christine A. Perinchief

EXHIBIT A

HEMISPHERE PRIVATE EQUITY PARTNERS, LTD.
LIMITED POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS:

That Hemisphere Private Equity Partners, Ltd., a company organized under the laws of Bermuda ("HEMISPHERE"), acting on its own behalf and in its capacity as the general partner of any partnership or member of any limited liability company, does hereby irrevocably make, constitute and appoint [each of] the hereunder mentioned person[s] as its true and lawful attorney-in-fact ([each,] an "Attorney") to represent HEMISPHERE with full power of substitution and full power and authority in its name, place and stead, and with all rights and obligations connected therewith, to sign individually [or severally] and deliver, for and on behalf of HEMISPHERE, any transaction documents, certificates, instruments, filings, or agreements of any kind (each, an "Agreement") and to do and perform any acts (each, an "Action") whatsoever necessary or advisable in connection with, or relating to, a potential, initial, existing, or subsequent investment by Credit Suisse First Boston Equity Partners, L.P., Credit Suisse First Boston U.S. Executive Advisors, L.P. and Credit Suisse First Boston Equity Partners (Bermuda), L.P. (collectively, the "US Fund"), directly or indirectly in [Investment Name] (the "Investment") or any subsidiaries or affiliates of such Investment, including, without limitation, executing legal documentation, appearing at and voting at shareholder's meetings or other meetings, executing documentation relating to the establishment and maintenance of any form of entity to be used as an investment vehicle in connection with the Investment and executing documentation in connection with the purchase or sale of interest in the Investment, otherwise acting on HEMISPHERE's behalf in connection with the Investment; provided that, (i) the Investment has been approved by the Investment Committee, Advisory Committee or other appropriate decision making party, parties or entity for the US Fund, and (ii) that any and all Agreements to be executed and delivered by an Attorney are in final form and that all such Agreements and any Actions to be taken by an Attorney have been reviewed and approved by one of the global private equity practice group members of the Credit Suisse First Boston Legal and Compliance Department:

[_____]

This Limited Power of Attorney is coupled with an interest and may be exercised by [any of] the above persons [persons] by signing individually as attorney-in-fact for the undersigned. The attorney[s] appointed hereto shall not have the power to further appoint any substitute.

This Limited Power of Attorney shall be effective on the date hereof and shall continue until [SIX MONTHS FROM DATE OF EXECUTION] unless sooner terminated by the undersigned. This Limited Power of Attorney shall be governed by and construed in accordance with the laws of Bermuda.

IN WITNESS WHEREOF this Power of Attorney has been executed on the _____ day of _____, 200__.

[GRANTOR]

Name:
Title: Attorney-in-Fact

ATTACHMENT A

- (1) Includes (a) 2,893,799 shares of Series C Preferred Stock of the issuer (the "Series C Shares") held by Credit Suisse First Boston Equity Partners, L.P. ("CSFB-EP"); (b) 808,891 Series C Shares held by Credit Suisse First Boston Equity Partners (Bermuda), L.P. ("CSFB Bermuda"); (c) 288,000 Series C Shares held by EMA Private Equity Fund 2000, L.P. ("EMA Private"); (d) 217,263 Series C Shares held by EMA Partners Fund 2000, L.P. ("EMA Partners"); and (e) 2,574 Series C Shares held by Credit Suisse First Boston U.S. Executive Advisors, L.P. ("CSFB U.S.", and together with CSFB-EP, CSFB Bermuda, EMA Private and EMA Partners, the "CSFB Funds").
- (2) Includes (a) 1,561,993 shares of Series E Preferred Stock of the issuer (the "Series E Shares") held by CSFB-EP; (b) 436,617 Series E Shares held by CSFB Bermuda; and (c) 1,390 Series E Shares held by CSFB U.S.
- (3) In accordance with Securities and Exchange Commission Release No. 34-39538 (January 12, 1998), this Form 3 is being filed by Credit Suisse First Boston (the "Bank"), a Swiss bank, on behalf of itself and its subsidiaries, to the extent that they constitute the Credit Suisse First Boston business unit (the "CSFB business unit") excluding Asset Management (as defined below) (the "Reporting Person"). The CSFB business unit is also comprised of an asset management business principally conducted under the brand name Credit Suisse Asset Management ("Asset Management"). The Reporting Person provides financial advisory and capital raising services, sales and trading for users and suppliers of capital around the world and invests in and manages private equity and venture capital funds. Asset Management provides asset management and investment advisory services to institutional, mutual fund and private investors worldwide. The address of the Bank's principal business and office is Uetlibergstrasse 231, P.O. Box 900, CH 8070 Zurich, Switzerland. The address of the Reporting Person's principal business and office in the United States is Eleven Madison Avenue, New York, New York 10010.

The CSFB Funds are the holders of the Series C Shares and Series E Shares and the underlying common stock of the Company. The principal business office of each of the CSFB Funds is 11 Madison Avenue, New York, New York 10010.

Pursuant to investment advisory agreements with CSFB-EP, CSFB Bermuda and CSFB U.S., Credit Suisse First Boston Advisory Partners, LLC, a Delaware limited partnership ("CSFB Advisory"), makes all investment decisions for these three CSFB Funds, including the decision to buy, sell or hold securities which

comprise the assets of each of these entities. In addition, EMA Partners and EMA Private must invest in and dispose of its portfolio securities pro rata simultaneously with CSFB-EP pursuant to EMA Partners' and EMA Private's limited partnership agreements. Thus, CSFB Advisory may be deemed to be the beneficial owner of the Series C Shares and the Series E Shares and the underlying common stock owned by the CSFB Funds.

CSFB Advisory is a wholly-owned subsidiary of the Bank. The investment committee of CSFB Advisory that oversees the investment decisions made for the CSFB Funds includes the employees of the Private Equity Division ("Private Equity Division") of the CSFB business unit. The Private Equity Division reports directly to a board of directors of CSFB LP Holding ("CSFB LP"), a wholly-owned subsidiary of Credit Suisse Group ("CSG"). Such board of directors is comprised in part of executive officers of CSG; both CSG and CSFB LP are corporations formed under the laws of Switzerland.

The ultimate parent company of the Bank is CSG. CSG is a global financial services company with two distinct business units. In addition to the CSFB business unit, CSG is comprised of the Credit Suisse Financial Services business unit (the "Credit Suisse Financial Services business unit"), which offers investment products, private banking and financial advisory services, including insurance and pension solutions, for private and corporate clients in Europe and

other markets around the world. CSG's business address is Paradeplatz 8, P.O. Box 1, CH 8070 Zurich, Switzerland.

CSG, for purposes of the federal securities laws, may be deemed ultimately to control the Bank and the Reporting Person. CSG, its executive officers and directors, and its direct and indirect subsidiaries (including Asset Management and the Credit Suisse Financial Services business unit) may beneficially own shares of the securities of the issuer to which this form relates (the "Shares"), and such Shares are not reported in this form. CSG disclaims beneficial ownership of Shares beneficially owned by its direct and indirect subsidiaries, including the Reporting Person. Each of Asset Management and the Credit Suisse Financial Services business unit disclaims beneficial ownership of Shares beneficially owned by the Reporting Person. The Reporting Person disclaims beneficial ownership of Shares beneficially owned by CSG, Asset Management and the Credit Suisse Financial Services business unit.

Hemisphere Private Equity Partners, Ltd., a Bermuda company ("Hemisphere"), is the general partner of each of CSFB-EP, CSFB Bermuda and CSFB U.S. and, other than the investment activities for which CSFB Advisory is responsible, manages and controls the affairs of these three funds. Hemisphere is engaged in the business of acting as general partner to collective investment vehicles organized as limited partnerships. Hemisphere is controlled by Hemisphere Private Equity Partners Charitable Trust, a Bermuda trust ("Hemisphere Trust"), created for the purpose of acting as beneficial owner of Hemisphere. The

Hemisphere Trust Company Limited is the trustee of Hemisphere Trust and is an indirect, wholly-owned subsidiary of Mutual Risk Management Ltd, a Bermuda company limited by shares. Mutual Risk Management Ltd. is an international risk management company and, to the extent it controls Hemisphere in its capacity as trustee of Hemisphere Trust, is the ultimate parent company of Hemisphere.

FORM 3 JOINT FILER INFORMATION

Name: Credit Suisse First Boston Equity Partners, L.P.
Address: 11 Madison Avenue, New York, NY 10010
Designated Filer: Credit Suisse First Boston
Issuer & Ticker Symbol: Cytokinetics, Incorporated ("CYTK")
Date of Event
Requiring Statement: April 29, 2004

CREDIT SUISSE FIRST BOSTON EQUITY
PARTNERS, L.P.

/s/ Kenneth J. Lohsen

Name: Kenneth J. Lohsen
Title: Attorney-in-Fact

1

JOINT FILER INFORMATION (CONT'D)

Name: Credit Suisse First Boston Equity Partners
(Bermuda), L.P.
Address: 11 Madison Avenue, New York, NY 10010
Designated Filer: Credit Suisse First Boston
Issuer & Ticker Symbol: Cytokinetics, Incorporated ("CYTK")
Date of Event
Requiring Statement: April 29, 2004

CREDIT SUISSE FIRST BOSTON EQUITY
PARTNERS (BERMUDA), L.P.

/s/ Kenneth J. Lohsen

Name: Kenneth J. Lohsen
Title: Attorney-in-Fact

2

JOINT FILER INFORMATION (CONT'D)

Name: EMA Private Equity Fund 2000, L.P.
Address: 11 Madison Avenue, New York, NY 10010
Designated Filer: Credit Suisse First Boston
Issuer & Ticker Symbol: Cytokinetics, Incorporated ("CYTK")
Date of Event
Requiring Statement: April 29, 2004

EMA PRIVATE EQUITY FUND 2000, L.P.

By: Credit Suisse First Boston (Bermuda)
Limited, its general partner

/s/ Kenneth J. Lohsen

Name: Kenneth J. Lohsen
Title: Vice President

3

JOINT FILER INFORMATION (CONT'D)

Name: EMA Partners Fund 2000, L.P.
Address: 11 Madison Avenue, New York, NY 10010
Designated Filer: Credit Suisse First Boston
Issuer & Ticker Symbol: Cytokinetics, Incorporated ("CYTK")
Date of Event
Requiring Statement: April 29, 2004

EMA PARTNERS FUND 2000, L.P.

By: Credit Suisse First Boston (Bermuda)
Limited, its general partner

/s/ Kenneth J. Lohsen

Name: Kenneth J. Lohsen
Title: Vice President

4

JOINT FILER INFORMATION (CONT'D)

Name: Credit Suisse First Boston U.S. Executive
Advisors, L.P.
Address: 11 Madison Avenue, New York, NY 10010
Designated Filer: Credit Suisse First Boston

Issuer & Ticker Symbol: Cytokinetics, Incorporated ("CYTK")

Date of Event

Requiring Statement: April 29, 2004

CREDIT SUISSE FIRST BOSTON U.S. EXECUTIVE
ADVISORS, L.P.

/s/ Kenneth J. Lohsen

Name: Kenneth J. Lohsen
Title: Attorney-in-Fact

5

JOINT FILER INFORMATION (CONT'D)

Name: Credit Suisse First Boston Advisory Partners, LLC

Address: 11 Madison Avenue, New York, NY 10010

Designated Filer: Credit Suisse First Boston

Issuer & Ticker Symbol: Cytokinetics, Incorporated ("CYTK")

Date of Event

Requiring Statement: April 29, 2004

CREDIT SUISSE FIRST BOSTON ADVISORY
PARTNERS, LLC

/s/ Kenneth J. Lohsen

Name: Kenneth J. Lohsen
Title: Controller

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JOINT FILER INFORMATION (CONT'D)

Name: Credit Suisse First Boston (Bermuda) Limited

Address: 11 Madison Avenue, New York, NY 10010

Designated Filer: Credit Suisse First Boston

Issuer & Ticker Symbol: Cytokinetics, Incorporated ("CYTK")

Date of Event

Requiring Statement: April 29, 2004

CREDIT SUISSE FIRST BOSTON (BERMUDA)
LIMITED

/s/ Kenneth J. Lohsen

Name: Kenneth J. Lohsen
Title: Vice President

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JOINT FILER INFORMATION (CONT'D)

Name: Hemisphere Private Equity Partners, Ltd.
Address: Hemisphere House, Nine Church Street, Hamilton HM11,
Hamilton, Bermuda
Designated Filer: Credit Suisse First Boston
Issuer & Ticker Symbol: Cytokinetics, Incorporated ("CYTK")
Date of Event
Requiring Statement: April 29, 2004

HEMISPHERE PRIVATE EQUITY
PARTNERS, LTD.

/s/ Kenneth J. Lohsen

Name: Kenneth J. Lohsen
Title: Attorney-in-Fact

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JOINT FILER INFORMATION (CONT'D)

Name: Hemisphere Private Equity Partners Charitable Trust
Address: Hemisphere House, Nine Church Street, Hamilton HM11,
Hamilton, Bermuda
Designated Filer: Credit Suisse First Boston
Issuer & Ticker Symbol: Cytokinetics, Incorporated ("CYTK")
Date of Event
Requiring Statement: April 29, 2004

HEMISPHERE PRIVATE EQUITY PARTNERS
CHARITABLE TRUST
By Hemisphere Trust Company Limited in its
capacity as trustee

/s/ Nigel Jeffrey Arkley & John Ivan Sutlic

Name: Nigel Jeffrey Arkley & John Ivan Sutlic
Title: Directors

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