FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL										
OMB Number: 3235-0287										
Estimated average burden										
hours per response: 0.5										

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

Name and Address of Reporting Person*     Blum Robert I						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)	,	,	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 09/15/2006										X Officer (give title below)			Other (spi below)						
280 EAS	OI GRANL	AVENUE			4 If /											dividu	alor				nnlicable				
	(Street) SOUTH SAN FRANCISCO CA 94080						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)	(8	State)	Zip)																						
		Tab	le I - N	lon-Deri	vative :	Sec	urit	ies A	cq	uired, C	isp	osed o	f, or	Bene	eficial	ly Ow	nec	l							
D					ction ay/Year)	Exe if a	ny	med on Date, Day/Yea		3. Transacti Code (Ins 8)		4. Secur Dispose and 5)				Sec Bei Ow	uritio nefici ned	ally	Forn (D) o	n: Direct or rect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
										Code	v	Amount	(1	A) or D)	Price	Re <sub>l</sub> Tra	Following Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		(instr. 4)				
Common	Stock			09/15/	2006	06				M <sup>(1)</sup>		5,000	0	A	\$0.58	3	70,000			D					
Common	Stock			09/15/	2006	06				S <sup>(2)</sup>		2,855	5	D	\$6.75	5	67,145		D						
Common Stock				09/15/	2006	006				S <sup>(2)</sup>		100		D	\$6.76		67,045		D						
Common Stock  Common Stock  Tab  1. Title of Derivative Conversion Security or Exercise (Month/Day/Year)				09/15/	2006	006				<b>S</b> <sup>(2)</sup>		543		D	\$6.73	73 66,		5,502		D					
Common	Elum Robert I  (Last) (First) (Mic 280 EAST GRAND AVENUE  Street) SOUTH SAN FRANCISCO CA 940  City) (State) (Zip Table  Table  Title of Security (Instr. 3)  Common Stock Comm			09/15/	2006	006			S <sup>(2)</sup>		402		D	\$6.79		66,100			D						
Common Stock Common Stock Common Stock Common Stock Common Stock Common Stock  Common Stock  Tal  1. Title of Derivative Conversion or Exercise (Instr. 3) Price of Derivative Conversion Date (Month/Day/Year) (Month/Day/Year)				09/15/	2006	006			S <sup>(2)</sup>		1,100		D	\$6.8	\$6.8		5,000		D						
Common Stock																	12,500			I	by Trust				
Common Stock																12,500			I	by Trust 2 <sup>(4)</sup>					
			Tabl	le II - Deri (e.g						ired, Dis						wned									
Derivative Security	Conversion or Exercise Price of Derivative	Date	if any	on Date,	4. Transac Code (Ir 8)	tion Number E		Ex	6. Date Exerci Expiration Da (Month/Day/Yo			7. Title and Amount of Securities Underlying Derivative Sec (Instr. 3 and 4			8. Prid of Deriva Secur (Instr.	ative ity	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership					
					Code	v	(A)	(D)		ate cercisable		xpiration ate	Title	o N o	umber										
Incentive Stock Option (right to buy)	\$0.58	09/15/2006			M			5,000	01	1/14/2000 <sup>(5</sup>	) 1	1/14/2010	Comn Stoc		5,000	\$0	)	42,49	9	D					
Incentive Stock Option (right to buy)	\$1.2								07	7/10/2002 <sup>(6</sup>	0	7/10/2012	Comn		33,333			83,33.	3	D					
Incentive Stock Option (right to buy)	\$1.2								05	5/21/2003 <sup>(7</sup>	0	5/21/2013	Comn		37,500			37,500	0	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. Transac Code (Ir 8)	5. tion Number			6. Date Exerci Expiration Da (Month/Day/Yo	te	7. Title ar Amount of Securities Georgian 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)	\$2							12/18/2003 <sup>(8)</sup>	12/18/2013	Common Stock	27,500		27,500	D	
Incentive Stock Option (right to buy)	\$6.59							04/11/2005 <sup>(9)</sup>	04/11/2015	Common Stock	45,000		45,000	D	
Incentive Stock Option (right to buy)	\$7.15							03/01/2006 <sup>(10)</sup>	03/01/2016	Common Stock	28,494		28,494	D	
Non- Qualified Stock Option (right to buy)	\$1.2							07/10/2002 <sup>(6)</sup>	07/10/2012	Common Stock	31,667		31,667	D	
Non- Qualified Stock Option (right to buy)	\$2							12/18/2003 <sup>(8)</sup>	12/18/2013	Common Stock	114,425		114,425	D	
Non- Qualified Stock Option (right to buy)	\$7.15							03/01/2006 <sup>(10)</sup>	03/01/2016	Common Stock	71,506		71,506	D	

## **Explanation of Responses:**

- 1. The exercise reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 17, 2005.
- $2. \ The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 17, 2005.$
- 3. Shares held by The Bridget Blum 2003 Irrevocable Trust.
- 4. Shares held by The Brittany Blum 2003 Irrevocable Trust.
- 5. 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.
- 6. 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.
- 7. 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.
- 8. 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.
- 9. 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.
- 10. 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.

<u>Robert I. Blum</u> <u>09/19/2006</u>

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.