FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL									
OMB Number: 3235-0287									
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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

Name and Address of Reporting Person* Only and District Property of the						2. Issuer Name and Ticker or Trading Symbol CYTOKINETICS INC [CYTK]									Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Blum Robert I						1 1								Director 10% Owner					vner		
(Last)	(Fi	irst) ((Middle)			3. Date of Earliest Transaction (Month/Day/Year) 08/30/2006									Officer below)	(give title		Other (s	specify		
	or. ST GRAND	· ·	(Wildule)												,		iden	,			
	- 4. If A	If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable										
(Street) SOUTH SAN FRANCISCO CA 94080									· ·		,	,		Line)							
															X Form filed by One Reporting Person Form filed by More than One Reporting						
					_											led by Mor	e illa	TOTIE REPO	iting		
(City)	(St	tate) ((Zip)																		
		Tab	le I - N	lon-Deri	vative :	Sec	urit	ies Ac	quired, I	Disp	osed of	f. or Be	neficia	llv (Owned	I					
1. Title of	Security (Ins			2. Transa			Dee		3.			ties Acqui			5. Amou		6. O	wnership	7. Nature		
1. Title of Security (Instr. 3)				Date (Month/D		Execution Date, if any		Transact Code (In		Disposed Of (D) (Instr. and 5)			3, 4 Se		ecurities F		n: Direct	of Indirect Beneficial			
				(, ,	(Month/Day/Year)								Owned Following			rect (I)	Ownership (Instr. 4)			
								Code	v	Amount	(A) o	Price		Reported Transaction(s)				(
												(D)	_			str. 3 and 4)		\longrightarrow			
Common	Stock			08/30/	2006	6		M ⁽¹⁾		5,000) A	\$0.5	58	70,	,000,		D				
Common	Stock			08/30/	08/30/2006				S ⁽²⁾		5,000	D	\$6.4	14	65,	,000		D			
Common	Stock														12,	500			by Trust		
Common Steel													_	\dashv					1(3)		
Common Stock														12,500				by Trust 2 ⁽⁴⁾			
			Tabl						quired, Di s, options					Owne	ed						
	2.	3. Transaction	3A. Dec	emed	4.		5.		6. Date Exe	cisat		7. Title an	d		Price	9. Numbe		10.	11. Nature		
Derivative Security	Conversion or Exercise	Date (Month/Day/Year)	Execution Date, if any		Transac Code (Ir		tr. of (!		Expiration Date Amount (Month/Day/Year) Securities						rivative	derivative Securities		Ownership Form:	Beneficial		
(Instr. 3)	Price of	/Day/Year)	8)			ivative urities				Underlyin Derivative				Beneficially Owned		Direct (D) or Indirect	Ownership				
	Derivative		l		l										,			or Indirect	(Instr. 4)		
	Derivative Security						Acc (A)	uired or				(Instr. 3 a	nd 4)		,	Following Reported					
							Acc (A) Dis of (uired or posed D)				(Instr. 3 a	nd 4)		·	Following		or Indirect (I) (Instr.			
							Acc (A) Dis of (uired or posed				(Instr. 3 a	nd 4)		ŕ	Following Reported Transaction		or Indirect (I) (Instr.			
						Г	Acc (A) Dis of (uired or posed D) str. 3,		T		(Instr. 3 a	Amount		·	Following Reported Transaction		or Indirect (I) (Instr.			
							Acc (A) Dis of (puired or posed D) str. 3, nd 5)	Date	F	xpiration	(Instr. 3 a	Amount or Number		·	Following Reported Transaction		or Indirect (I) (Instr.			
					Code	v	Acc (A) Dis of ((Ins 4 ar	uired or posed D) etr. 3, nd 5)	Date Exercisable		xpiration ate	Title	Amount		·	Following Reported Transaction		or Indirect (I) (Instr.			
Incentive Stock					Code	v	Acc (A) Dis of ((Ins 4 ar	puired or posed D) etr. 3, nd 5)	Exercisable	D	ate	Title	Amount or Number of			Following Reported Transaction		or Indirect (I) (Instr.			
Stock Option		08/30/2006			Code	v	Acc (A) Dis of ((Ins 4 ar	puired or posed D) etr. 3, nd 5)		D			Amount or Number of	-	\$0	Following Reported Transaction	on(s)	or Indirect (I) (Instr.			
Stock Option (right to buy)	Security	08/30/2006				v	Acc (A) Dis of ((Ins 4 ar	puired or posed D) str. 3, nd 5)	Exercisable	D	ate	Title	Amount or Number of Shares	-		Following Reported Transacti (Instr. 4)	on(s)	or Indirect (I) (Instr. 4)			
Stock Option (right to	Security	08/30/2006				v	Acc (A) Dis of ((Ins 4 ar	puired or posed D) str. 3, nd 5)	Exercisable	D	ate	Title Common Stock	Amount or Number of Shares	-		Following Reported Transacti (Instr. 4)	on(s)	or Indirect (I) (Instr. 4)			
Stock Option (right to buy) Incentive Stock Option	Security	08/30/2006				v	Acc (A) Dis of ((Ins 4 ar	puired or posed D) str. 3, nd 5)	Exercisable	5) 1	ate	Title	Amount or Number of Shares			Following Reported Transacti (Instr. 4)	on(s)	or Indirect (I) (Instr. 4)			
Stock Option (right to buy) Incentive Stock Option (right to	\$0.58	08/30/2006				v	Acc (A) Dis of ((Ins 4 ar	puired or posed D) str. 3, nd 5)	01/14/2000 ⁽⁾	5) 1	1/14/2010	Title Common Stock Common	Amount or Number of Shares			Following Reported Transactit (Instr. 4)	on(s)	or Indirect (I) (Instr. 4)			
Stock Option (right to buy) Incentive Stock Option (right to buy) Incentive	\$0.58	08/30/2006				v	Acc (A) Dis of ((Ins 4 ar	puired or posed D) str. 3, nd 5)	01/14/2000 ⁽⁾	5) 1	1/14/2010	Title Common Stock Common Stock	Amount or Number of Shares			Following Reported Transactit (Instr. 4)	on(s)	or Indirect (I) (Instr. 4)			
Stock Option (right to buy) Incentive Stock Option (right to buy) Incentive Stock Option	\$0.58	08/30/2006				v	Acc (A) Dis of ((Ins 4 ar	puired or posed D) str. 3, nd 5)	01/14/2000 ⁽⁾	D 1	1/14/2010	Title Common Stock Common	Amount or Number of Shares			Following Reported Transactit (Instr. 4)	9 9	or Indirect (I) (Instr. 4)			
Stock Option (right to buy) Incentive Stock Option (right to buy) Incentive Stock Option	\$0.58 \$1.2	08/30/2006				v	Acc (A) Dis of ((Ins 4 ar	puired or posed D) str. 3, nd 5)	01/14/2000 ⁽³⁾ 07/10/2002 ⁽⁴⁾	D 1	1/14/2010 7/10/2012	Title Common Stock Common Stock	Amount or Number of Shares 5,000			Following Reported Transactit (Instr. 4)	9 9	or Indirect (I) (Instr. 4)			
Stock Option (right to buy) Incentive Stock Option (right to buy) Incentive Stock Option (right to	\$0.58 \$1.2	08/30/2006				v	Acc (A) Dis of ((Ins 4 ar	puired or posed D) str. 3, nd 5)	01/14/2000 ⁽³⁾ 07/10/2002 ⁽⁴⁾	D 1	1/14/2010 7/10/2012	Title Common Stock Common Stock Common Stock	Amount or Number of Shares 5,000			Following Reported Transactit (Instr. 4)	9 9	or Indirect (I) (Instr. 4)			
Stock Option (right to buy) Incentive Stock Option (right to buy) Incentive Stock Option (right to buy) Incentive Stock Option (right to buy)	\$0.58 \$1.2	08/30/2006				v	Acc (A) Dis of ((Ins 4 ar	puired or posed D) str. 3, nd 5)	01/14/2000 ⁽³⁾ 07/10/2002 ⁽⁴⁾	D D D D D D D D D D	1/14/2010 7/10/2012	Title Common Stock Common Stock	Amount or Number of Shares 5,000			Following Reported Transactit (Instr. 4)	9 9	or Indirect (I) (Instr. 4)			
Stock Option (right to buy) Incentive Stock	\$0.58 \$1.2	08/30/2006				v	Acc (A) Dis of ((Ins 4 ar	puired or posed D) str. 3, nd 5)	01/14/2000 ⁽³⁾ 07/10/2002 ⁽⁴⁾ 05/21/2003 ⁽⁵⁾	D D D D D D D D D D	7/10/2012 5/21/2013	Title Common Stock Common Stock Common Common Stock	Amount or Number of Shares 5,000 83,333			Following Reported Transactit (Instr. 4) 47,499 83,333	9 9	D 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)	Transaction Code (Instr. 8)		5. Number		6. Date Exerci Expiration Da (Month/Day/Yo	te	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)	\$6.59							04/11/2005 ⁽⁹⁾	04/11/2015	Common Stock	45,000		45,000	D	
Incentive Stock Option (right to buy)	\$7.15							03/01/2006 ⁽¹⁰⁾	03/01/2016	Common Stock	28,494		28,494	D	
Non- Qualified Stock Option (right to buy)	\$1.2							07/10/2002 ⁽⁶⁾	07/10/2012	Common Stock	31,667		31,667	D	
Non- Qualified Stock Option (right to buy)	\$2							12/18/2003 ⁽⁸⁾	12/18/2013	Common Stock	114,425		114,425	D	
Non- Qualified Stock Option (right to buy)	\$7.15							03/01/2006 ⁽¹⁰⁾	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
- 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.

Robert I. Blum 09/01/2006 ** 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.

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.