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

1. Name and Address of Reporting Person*									cker or Trad					Relationship eck all appl		ng Pe	rson(s) to Is	ssuer		
Blum Robert I						CYTOKINETICS INC [CYTK] 3. Date of Earliest Transaction (Month/Day/Year)								X Director				wner		
(Last)	(Fi	irst) (Middle)	- 3. Da 12/0			est Irai	nsaction (Mo	onth/	Day/Year)			X Office below	Officer (give title			specify			
	280 EAST GRAND AVENUE													50.011						
					- 4. If A	mer	ndmei	nt, Date	of Original	Filed	I (Month/D	ay/Year)	6.	ndividual or	Joint/Grou	ıp Filin	g (Check A	pplicable		
(Street)								,	3			, ,	Lin	e)			•	.		
SOUTH SAN FRANCISCO CA 94080															X Form filed by One Reporting Person Form filed by More than One Reporting					
					-									Perso		ie iliai	ii Olie Nep	Jilling		
(City)	(St	tate) (Zip)																	
		Tab	le I - N	lon-Deri	vative :	Sec	uriti	ies Ac	quired, [Disp	osed of	f, or Be	neficia	lly Owne	d					
1. Title of	Security (Ins			2. Transa		_	Deen		3.			ties Acqui		-		6. Ov	wnership	7. Nature		
,				Date (Month/D	ay/Year)		Execution Date, if any		Transaction Code (Instr.		Disposed Of (D) (I		str. 3, 4	Securit Benefic		Forn (D) o	orm: Direct) or	of Indirect Beneficial		
						(Mc	onth/D	Day/Year	7) 8)				_	Owned Follow		Indir (Inst	rect (I) r. 4)	Ownership (Instr. 4)		
									Code	v	Amount	(A) o (D)	Price	Report Transa (Instr. 3						
Common	Stock			12/01/	12/01/2009				M ⁽¹⁾		500	A	\$1.		,916		D D			
Common	Stock			12/01/	2/01/2009				S ⁽²⁾		500	D	\$3.1	2 18	,416	,416				
Common	1 Stock													12	,500		I	by Trust 1 ⁽³⁾		
Common Stock												12	12,500		I	by Trust 2 ⁽⁴⁾				
			Tabl						quired, Di s, options					wned						
Derivative Conversion Date		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date,		4. Transaction Code (Instr.		5. 6 n Number E		6. Date Exercisable and Expiration Date (Month/Day/Year)		ole and	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. Price of Derivative	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
(Instr. 3)	Price of Derivative	,	(Month)	(Day/Year)	8)		Secu Acq (A) o Disp of (I	urities uired or oosed O) tr. 3,	(мониллау,	rear	,	Underlyin Derivative	Security	Security	Beneficia Owned Following Reported Transacti	ally g I	Direct (D) or Indirec (I) (Instr.	Beneficial Ownership t (Instr. 4)		
(Instr. 3)	Price of Derivative	,	(Month)	(Day/Year)	8)	Τ	Secu Acq (A) o Disp of (I	urities uired or oosed O) tr. 3,	(wonui/Day	real	,	Underlyin Derivative	Security nd 4)	Security (Instr. 5)	Beneficia Owned Following Reported Transacti	ally g I	Direct (D) or Indirec (I) (Instr.	Ownership		
(Instr. 3)	Price of Derivative	,	(Month)	(Day/Year)	8)		Secu Acq (A) o Disp of (I	urities uired or oosed O) tr. 3,	Date	T		Underlyin Derivative	Security nd 4)	Security (Instr. 5)	Beneficia Owned Following Reported Transacti	ally g I	Direct (D) or Indirec (I) (Instr.	Ownership		
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Incentive Stock Option (right to buy)	Price of Derivative	12/01/2009	(Month)	Day/Year		v	Secu Acq (A) o Disp of (I (Inst 4 an	urities uired or oosed O) tr. 3, d 5)	Date	E: D	xpiration	Underlyir Derivative (Instr. 3 a	Amount or Number of	Security (Instr. 5)	Beneficia Owned Following Reported Transacti	ally g l ion(s)	Direct (D) or Indirec (I) (Instr.	Ownership		
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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. Transaction Code (Instr. 8)		5. Number		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)	Beneficial Ownership
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (right to buy)	\$2							12/18/2003 ⁽⁹⁾	12/18/2013	Common Stock	27,500		27,500	D	
Incentive Stock Option (right to buy)	\$3.37							03/29/2008 ⁽¹⁰⁾	02/28/2018	Common Stock	8,334		8,334	D	
Incentive Stock Option (right to buy)	\$6.59							04/11/2005 ⁽¹¹⁾	04/11/2015	Common Stock	45,000		45,000	D	
Incentive Stock Option (right to buy)	\$6.81							04/01/2007 ⁽¹²⁾	03/14/2017	Common Stock	22,806		22,806	D	
Incentive Stock Option (right to buy)	\$7.15							03/01/2006 ⁽¹³⁾	03/01/2016	Common Stock	28,494		28,494	D	
Non- Qualified Stock Option (right to buy)	\$1.2							07/10/2002 ⁽⁷⁾	07/10/2012	Common Stock	12,264		12,264	D	
Non- Qualified Stock Option (right to buy)	\$1.85							03/26/2009 ⁽⁸⁾	02/26/2019	Common Stock	224,667		224,667	D	
Non- Qualified Stock Option (right to buy)	\$2							12/18/2003 ⁽⁹⁾	12/18/2013	Common Stock	48,692		48,692	D	
Non- Qualified Stock Option (right to buy)	\$3.37							03/29/2008 ⁽¹⁰⁾	02/28/2018	Common Stock	191,666		191,666	D	
Non- Qualified Stock Option (right to buy)	\$6.81							04/01/2007 ⁽¹²⁾	03/14/2017	Common Stock	227,194		227,194	D	
Non- Qualified Stock Option (right to buy)	\$7.15							03/01/2006 ⁽¹³⁾	03/01/2016	Common Stock	71,506		71,506	D	

${\bf Explanation\ of\ Responses:}$

- $1. \ The exercise \ reported \ in \ this \ Form \ 4 \ was \ effected \ pursuant \ to \ a \ Rule \ 10b5-1 \ trading \ plan \ adopted \ by \ the \ reporting \ person \ on \ February \ 13, \ 2009.$
- 2. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 13, 2009.
- 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 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.
- 6. 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.
- 7. 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.
- 8. When the ISO and NQ dated 02/26/2009 are combined for a total grant of 275,000 shares, the option shall vest and become exercisable as to 5,729 shares on 03/26/09 and the balance of 269,271 divided into equal monthly installments thereafter such that the option shall be 100% vested on 02/26/13.
- 9. 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.
- 10. When the ISO and NQ dated 02/29/2008 are combined for a total grant of 200,000 shares, the option shall vest and become exercisable as to 4,166 shares on 03/29/08 and the balance of 195,834 divided into equal monthly installments thereafter such that the option shall be 100% vested on 02/29/12.
- 11. 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.
- 12. When the ISO and NQ dated 03/14/2007 are combined for a total grant of 250,000 shares, the option shall vest and become exercisable as to 5,208 shares on 04/01/07 and the balance of 244,792 divided into equal monthly installments thereafter such that the option shall be 100% vested on 03/01/11.
- 13. 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>12/02/2009</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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