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					CY	2. Issuer Name and Ticker or Trading Symbol CYTOKINETICS INC [CYTK]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) 280 EAST GRAND AVENUE						3. Date of Earliest Transaction (Month/Day/Year) 08/15/2008								X Office below	r (give title) Presider	nt &	Other (below)	specify
(Street) SOUTH SAN FRANCISCO CA 94080					4. If A	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				
(City)	(Si	tate) (Zip)		-									Perso	n			
		Tab	le I - N	lon-Deriv	vative S	Sec	urit	ies Ad	cquired, D	isp	osed of	, or Be	neficia	lly Owne	d			
1. Title of Security (Instr. 3) 2. Transact Date (Month/Day						Executi			Code (Ins	Transaction Disp Code (Instr. and		. Securities Acquired (, isposed Of (D) (Instr. 3 and 5)		5. Amo Securit Benefic Owned Followi	es ially	Forr (D) c	n: Direct or rect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount	(A) c	r Price	Reporte Transa	ed ction(s)		,	, ,
Common	Stock			08/15/	2008	2008			M ⁽¹⁾		3,889	A	\$1.	2 27	,760		D	
Common	Stock			08/15/	2008	008			S ⁽²⁾		3,889	D	\$5	23	23,871		D	
Common	Stock			08/15/	2008	008			S ⁽²⁾	_	1,411	D	\$5	22	,460	,460		
Common	Stock													12	,500		I	by Trust 1 ⁽³⁾
Common	Stock													12	,500			by Trust 2 ⁽⁴⁾
			Tabl						quired, Dis					wned				
							3, W		.s, opuons,	cor	ivertible	securii	ies)	\$1.2 27,760 D \$1.2 27,760 D \$5 23,871 D \$5 22,460 D \$12,500 I b \$12,500 I b \$2 2 2 3 8 3 5 5 1				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any		4. Transact	tion	5. Nur of Der Sec Acq (A) Dis of (I	nber ivative urities juired or posed	6. Date Exerc Expiration D (Month/Day/	cisab ate	le and	7. Title at Amount of Securities Underlyin Derivative (Instr. 3 a	of of og og og Security	of Derivative Security		e s ally g		Beneficial Ownership
Derivative Security	Conversion or Exercise Price of Derivative	Date	Executi if any	emed on Date,	4. Transact	tion istr.	5. Nur of Der Sec Acq (A) Dis of (I	nber ivative urities juired or posed D) ttr. 3, nd 5)	6. Date Exerc Expiration D	cisab ate Year)	ele and	7. Title an Amount of Securities Underlyin Derivative	of of og og og Security	of Derivative Security	derivative Securities Beneficia Owned Following Reported Transacti	e s ally g	Ownership Form: Direct (D) or Indirect (I) (Instr.	of Indirect Beneficial Ownership
Derivative Security	Conversion or Exercise Price of Derivative	Date	Executi if any	emed on Date,	4. Transaci Code (In 8)	tion istr.	5. Nur of Der Sec Acq (A) Dis of (Ins 4 ar	nber ivative urities juired or posed D) ttr. 3, nd 5)	6. Date Exerc Expiration D (Month/Day/	Ex Da	opiration	7. Title at Amount of Securitie Underlyin Derivativ (Instr. 3 a	Amount or Number of	of Derivative Security	derivative Securities Beneficia Owned Following Reported Transacti	e s ally g i ion(s)	Ownership Form: Direct (D) or Indirect (I) (Instr.	of Indirect Beneficial Ownership
Non-Qualified Stock Option (right to	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Executi if any	emed on Date,	4. Transaci Code (In 8)	tion istr.	5. Nur of Der Sec Acq (A) Dis of (Ins 4 ar	nber ivative urities juired or posed D) str. 3, nd 5)	6. Date Exerc Expiration D (Month/Day/	Expansion (Control of the Control of	epiration ate	7. Title at Amount a Securitie Underlyin Derivativ (Instr. 3 a	Amount of Shares	of Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Followin Reported Transacti (Instr. 4)	e s s allly g i i i i i i i i i i i i i i i i i i	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership
Non- Qualified Stock Option (right to buy) Incentive Stock Option (right to	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Executi if any	emed on Date,	4. Transaci Code (In 8)	tion istr.	5. Nur of Der Sec Acq (A) Dis of (Ins 4 ar	nber ivative urities juired or posed D) str. 3, nd 5)	6. Date Exerc Expiration D (Month/Day/	Expansion of the control of the cont	cpiration ate 7/10/2012	7. Title at Amount a Amount a Securitie Underlyin Derivativ (Instr. 3 a Title	Amount or Number of Shares	of Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Followin Reported Transacti (Instr. 4)	e s s s s s s s s s s s s s s s s s s s	Ownership Form: Direct (D) or Indirec (I) (Instr. 4)	of Indirect Beneficial Ownership

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)		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr.		5.		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)	\$1.2							05/21/2003 ⁽⁷⁾	05/21/2013	Common Stock	37,500		37,500	D	
Incentive Stock Option (right to buy)	\$2							12/18/2003 ⁽⁸⁾	12/18/2013	Common Stock	27,500		27,500	D	
Incentive Stock Option (right to buy)	\$3.37							03/29/2008 ⁽⁹⁾	02/28/2018	Common Stock	8,334		8,334	D	
Incentive Stock Option (right to buy)	\$6.59							04/11/2005 ⁽¹⁰⁾	04/11/2015	Common Stock	45,000		45,000	D	
Incentive Stock Option (right to buy)	\$6.81							04/01/2007 ⁽¹¹⁾	03/14/2017	Common Stock	22,806		22,806	D	
Incentive Stock Option (right to buy)	\$7.15							03/01/2006 ⁽¹²⁾	03/01/2016	Common Stock	28,494		28,494	D	
Non- Qualified Stock Option (right to buy)	\$2							12/18/2003 ⁽⁸⁾	12/18/2013	Common Stock	48,692		48,692	D	
Non- Qualified Stock Option (right to buy)	\$3.37							03/29/2008 ⁽⁹⁾	02/28/2018	Common Stock	191,666		191,666	D	
Non- Qualified Stock Option (right to buy)	\$6.81							04/01/2007 ⁽¹¹⁾	03/14/2017	Common Stock	227,194		227,194	D	
Non- Qualified Stock Option (right to buy)	\$7.15							03/01/2006 ⁽¹²⁾	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 February 27, 2007.
- 2. The sale reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 27, 2007
- 3. Shares held by The Bridget Blum 2003 Irrevocable Trust.
- 4. Shares held by The Brittany Blum 2003 Irrevocable Trust.
- 5. 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.
- 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. 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. 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.
- 10. 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.
- 11. 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.
- 12. 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>08/18/2008</u>

** Signature of Reporting Person

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.