

| 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

| | | | | | | | | |
|---|--|--|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person* <u>Blum Robert I</u> _____ (Last) (First) (Middle) 280 EAST GRAND AVENUE _____ (Street) SOUTH SAN FRANCISCO CA 94080 _____ (City) (State) (Zip) | | | 2. Issuer Name and Ticker or Trading Symbol <u>CYTKINETICS INC [CYTK]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President & CEO | | |
| | | | 3. Date of Earliest Transaction (Month/Day/Year) <u>02/26/2009</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | | | | | | | | 22,460 | D | |
| Common Stock | | | | | | | | 12,500 | I | by Trust 1 ⁽¹⁾ |
| Common Stock | | | | | | | | 12,500 | I | by Trust 2 ⁽²⁾ |

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 of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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) | 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) | \$1.85 | 02/26/2009 | | A | | 50,333 | | 03/26/2009 ⁽³⁾ | 02/26/2019 | Common Stock | 50,333 | \$0 | 50,333 | D | |
| Non-Qualified Stock Option (right to buy) | \$1.85 | 02/26/2009 | | A | | 224,667 | | 03/26/2009 ⁽³⁾ | 02/26/2019 | Common Stock | 224,667 | \$0 | 224,667 | D | |
| Incentive Stock Option (right to buy) | \$0.58 | | | | | | | 01/14/2000 ⁽⁴⁾ | 11/14/2010 | Common Stock | 5,512 | | 5,512 | D | |
| Incentive Stock Option (right to buy) | \$1.2 | | | | | | | 07/10/2002 ⁽⁵⁾ | 07/10/2012 | Common Stock | 83,333 | | 83,333 | D | |
| Incentive Stock Option (right to buy) | \$1.2 | | | | | | | 05/21/2003 ⁽⁶⁾ | 05/21/2013 | Common Stock | 37,500 | | 37,500 | D | |
| Incentive Stock Option (right to buy) | \$2 | | | | | | | 12/18/2003 ⁽⁷⁾ | 12/18/2013 | Common Stock | 27,500 | | 27,500 | D | |
| Incentive Stock Option (right to buy) | \$3.37 | | | | | | | 03/29/2008 ⁽⁸⁾ | 02/28/2018 | Common Stock | 8,334 | | 8,334 | D | |
| 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) | \$6.81 | | | | | | | 04/01/2007 ⁽¹⁰⁾ | 03/14/2017 | Common Stock | 22,806 | | 22,806 | D | |

