FORM 4

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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  HENDERSON JOHN T					CYTOKINETICS INC [ CYTK ]										S. Relationship of Reporting Person(s) to issue (Check all applicable)  X Director 10% Owner							
(Last)	st) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 05/15/2023											(give title		Other (s below)	· .	
350 OYSTER POINT BLVD					4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) SOUTH SAN FRANCISCO CA 94080				X Form filed by One Reporting Person Form filed by More than One Reporting Person																		
(City)	(Si	tate)	(Zip)			Rule 10b5-1(c) Transaction Indication  X Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.																
		Tabl	e I - No	n-Deriv	ative :	Sec	urit	ies Ac	cquire	d, D	isp	osed o	of, o	r Be	neficia	ally C	Owne	d				
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year		2A. Deemed Execution Date, if any (Month/Day/Year		Code (Instr			n Dispose			ed (A) or str. 3, 4 ar	4 and Securit Benefic Owned		es ially Following	Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
									Cod	e ,	v	Amount	(A) or (D)		Price	Reporte Transa (Instr. 3		tion(s)			(Instr. 4)	
Common Stock																		B3			by Spouse	
Common Stock				05/15/	5/2023				M	1)		4,16	6	A	\$6.7	78	29,586			D		
Common Stock 05/1				05/15/	/2023					1)	4,16		66 D		\$37.	.77 25,4		5,420		D		
		Ta	able II -	Derivat (e.g., p													wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	rcise (Month/Day/Year) of tive		Execution Date, if any		4. Transaction Code (Instr. 8)		of		6. Date Exercisa Expiration Date (Month/Day/Year			7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)		J Security	8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exerci	sable	Ex Da	piration ate	Title		Amount or Number of Shares							
Non- Qualified Stock Option (Right to	\$6.78	05/15/2023			<b>M</b> <sup>(1)</sup>			4,166	06/22/	2013	05.	/22/2023		nmon ock	4,166		\$0	0		D		

## **Explanation of Responses:**

1. Transaction effected pursuant to a 10b5-1 plan meeting the requirements of Rule 10b5-1(c) under the Exchange Act entered into by the Reporting Person on December 22, 2022.

/s/ John Faurescu, attorney-in-05/15/2023 fact for Dr. Henderson

\*\* 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.