FORM 4

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

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average b	urden							
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*  GAGE L PATRICK				2. Issuer Name and Ticker or Trading Symbol  CYTOKINETICS INC [ CYTK ]									(Che	5. Relationship of (Check all applic X Directo		ŭ	10% Ov	vner		
(Last) 280 EAS	(F T GRAND	*	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 05/12/2021								Offici belov	er (give title v)		Other (s below)	specify		
(Street) SOUTH FRANCE	- C	A	94080		4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line)	dividual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person				n		
(City)	(S	tate)	(Zip)																	
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Date			2. Trans Date (Month		action 2A. Deemed Execution Date if any (Month/Day/Ye			ansacti de (Ins		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)					Forn (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Co	de V	,	Amount		A) or D)	Price	Transa	ction(s) 3 and 4)			(1113411 4)	
Common Stock			05/1	2/202	/2021			A	(1)		5,000		Α	\$0.0	27,529(2)			D		
Common Stock														1,850				by Spouse		
	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 Da if any (Month/Day/Y	ate,	4. Transa Code (I 3)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisa Expiration Date (Month/Day/Yea		ate		7. Title and Ar of Securities Underlying Derivative Sec (Instr. 3 and 4)		s Security	8. Price of Derivative Security (Instr. 5)		ive ies cially ng ed ction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)
					Code V		(A)	(D)	Date Exerci	sable		Expiration Date	Title	0 N	Amount or Number of Shares					
Non- Qualified Stock Option (right to buy)	\$24.32	05/12/2021			A		10,000		06/12/	2021 <sup>(3)</sup>		5/12/2031	Com		10,000	\$0.0	10,	000	D	

## **Explanation of Responses:**

- $1.\ Comprised\ of\ restricted\ stock\ units\ that\ will\ vest\ in\ full\ and\ in\ one\ installment\ on\ 05/12/2022.$
- 2. Amount includes 1,725 shares of common stock received at Reporting Person's election pursuant Issuer's stock in lieu of cash for all or part of directors' annual base retainer program.
- $3.\ Options\ shall\ vest\ and\ become\ exercisable\ in\ 12\ equal\ monthly\ installments,\ the\ first\ such\ installment\ vesting\ on\ 06/12/2021\ and\ the\ last\ such\ installment\ vesting\ on\ 05/12/2022\ and\ the\ last\ such\ installment\ such\ installment\ on\ 05/12/2022\ and\ on\ 05/$

By: Robert Wong For: Patrick **Gage** 

05/13/2021

\*\* 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.