SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average bu	ırden									
hours per response.	05									

1. Name and Addre	1 0		2. Issuer Name and Ticker or Trading Symbol <u>CYTOKINETICS INC</u> [CYTK]	(Check	tionship of Reporting Pe all applicable) Director Officer (give title	erson(s) to Issuer 10% Owner Other (specify	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)	
280 EAST GRA	ND AVENUE		10/06/2017		GC & Chief Compl	liance Officer	
(Street) SOUTH SAN			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Fili	ng (Check Applicable	
FRANCISCO	CA	94080		X	X Form filed by One Reporting Person		
			_		Form filed by More the Person	an One Reporting	
(City)	(State)	(Zip)					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction 2A. Deemed 3. 4. Securities Acquired (A) or 5. Amount of

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 Disposed Of			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	10/06/2017		M ⁽¹⁾		6,357	A	\$6.37	24,726	D		
Common Stock	10/06/2017		S ⁽²⁾		2,000	D	\$15.2	22,726	D		
Common Stock	10/06/2017		M ⁽¹⁾		1,507	A	\$6.67	24,233	D		
Common Stock	10/06/2017		S ⁽²⁾		500	D	\$15.25	23,733	D		
Common Stock	10/06/2017		M ⁽¹⁾		3,719	A	\$6.67	27,452	D		
Common Stock	10/06/2017		S ⁽²⁾		383	D	\$15.275	27,069	D		
Common Stock	10/06/2017		S ⁽²⁾		1,094	D	\$15.3	25,975	D		
Common Stock	10/06/2017		S ⁽²⁾		200	D	\$15.325	25,775	D		
Common Stock	10/06/2017		S ⁽²⁾		1,106	D	\$15.35	24,669	D		
Common Stock	10/06/2017		S ⁽²⁾		600	D	\$15.4	24,069	D		
Common Stock	10/06/2017		S ⁽²⁾		200	D	\$15.5	23,869	D		
Common Stock	10/06/2017		S ⁽²⁾		700	D	\$15.55	23,169	D		
Common Stock	10/06/2017		S ⁽²⁾		400	D	\$15.575	22,769	D		
Common Stock	10/06/2017		S ⁽²⁾		1,100	D	\$15.6	21,669	D		
Common Stock	10/06/2017		S ⁽²⁾		200	D	\$15.625	21,469	D		
Common Stock	10/06/2017		S ⁽²⁾		700	D	\$15.65	20,769	D		
Common Stock	10/06/2017		S ⁽²⁾		800	D	\$15.675	19,969	D		
Common Stock	10/06/2017		S ⁽²⁾		1,100	D	\$15.7	18,869	D		
Common Stock	10/06/2017		S ⁽²⁾		100	D	\$15.725	18,769	D		
Common Stock	10/06/2017		S ⁽²⁾		200	D	\$15.75	18,569	D		
Common Stock	10/06/2017		S ⁽²⁾		200	D	\$15.95	18,369	D		
Common Stock	10/06/2017		S ⁽²⁾		1,598	D	\$15.7	16,771	D		

 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)

		Т	able II - Deriva (e.g.,	ative : outs,	Secu calls	ritie , wa	s Acc rrants	s, options	converti	or Ben ble secu	eficialiy Nitias)	Owned			
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)	Code Transa Code (8)	ction	fA)Num(100)er n of		Date Expiration Explorits Enteror Statute and Expiration Date (Month/Day/Year)		tion of		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)	\$6.37	10/06/2017		М			6,357	05/29/2016	05/29/2025	Common Stock	6,357	\$0.0	12,500	D	
Incentive Stock Option (right to buy)	\$6.67	10/06/2017		М			3,719	03/23/2016	02/23/2026	Common Stock	3,719	\$0.0	19,996	D	
Non- Qualified Stock Option (right to buy)	\$6.67	10/06/2017		М			1,507	03/23/2016	02/23/2026	Common Stock	1,507	\$0.0	1,152	D	

Explanation of Responses:

1. The exercise reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 13, 2017.

2. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 13, 2017.

Caryn McDowell

10/10/2017 ** 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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