

OMB APPROVAL	
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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>TRAUTMAN JAY K</u> <hr/> (Last) (First) (Middle) <u>1614 CLAY DRIVE</u> <hr/> (Street) <u>LOS ALTOS CA 94024</u> <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>04/28/2004</u>	3. Issuer Name and Ticker or Trading Symbol <u>CYTOKINETICS INC [CYTK]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice President, Technology</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	20,000	D	
Common Stock	15,000	D	
Common Stock	15,000	D	
Common Stock	10,000	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (right to buy)	07/10/2002 ⁽¹⁾	07/10/2012	Common Stock	62,500 ⁽²⁾	0.6	D	
Employee Stock Option (right to buy)	05/21/2003 ⁽¹⁾	05/21/2013	Common Stock	27,500 ⁽³⁾	0.6	D	
Employee Stock Option (right to buy)	03/08/2004 ⁽¹⁾	03/08/2014	Common Stock	25,000 ⁽⁴⁾	3.25	D	

Explanation of Responses:

- The shares subject to the Option are immediately exercisable upon the Date of Grant.
- The shares subject to the Option shall be released from the Company's Repurchase Option per the following vesting schedule: 1/4th after one year (June 3, 2003) and 1/48th per month thereafter
- The shares subject to the Option shall be released from the Company's Repurchase Option per the following vesting schedule: 1/48th after one month (April 1, 2003) and 1/48th per month thereafter.
- The shares subject to the Option shall be released from the Company's Repurchase Option per the following vesting schedule: 1/48th after one month (April 8, 2004) and 1/48th per month thereafter.

/s/ James H. Sabry, by power of attorney 04/28/2004

/s/ Robert I. Blum, by power of attorney 04/28/2004

** 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 5 (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.

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Cytokinetics, Incorporated (the "Company"), hereby constitutes and appoints James H. Sabry and Robert I. Blum, and each of them, the undersigned's true and lawful attorney-in-fact to:

1. complete and execute Forms 3, 4 and 5 and other forms and all amendments thereto as such attorney-in-fact shall in his or her discretion determine to be required or advisable pursuant to Section 16 of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company; and
2. do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national association, the Company and such other person or agency as the attorney-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 23rd day of April, 2004.

Signature: /s/ Jay K. Trautman

Print Name: Jay K. Trautman
