SEC Form 4

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

1. Name and Address of Reporting Person* **SMITH SANDFORD D**	2. Issuer Name **and** Ticker or Trading Symbol **CYTOKINETICS INC** [CYTK]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(Last) (First) (Middle) **280 EAST GRAND AVENUE**	3. Date of Earliest Transaction (Month/Day/Year) 04/27/2021	X Director 10% Owner Officer (give title below) Other (specify below)

(Street) **SOUTH SAN FRANCISCO** CA 94080 (City) (State) (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

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	04/27/2021		M(1)		4,739	A	$10.55	5,659	D	
Common Stock	04/27/2021		S(1)		4,739	D	$27.5	920(2)	D	
Common Stock	04/27/2021		M(1)		5,000	A	$10.68	5,920	D	
Common Stock	04/27/2021		S(1)		5,000	D	$28	920(2)	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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	$10.55	04/27/2021		M(1)			4,739	01/02/2021	01/02/2030	Common Stock	4,739	$0.0	0	D	
Non-Qualified Stock Option (right to buy)	$10.68	04/27/2021		M(1)			5,000	05/15/2020	05/15/2029	Common Stock	5,000	$0.0	15,000	D	

Explanation of Responses:

1. Transaction effected pursuant to a 10b5-1 plan entered into by the Reporting Person on March 10, 2021.

2. Amount includes 920 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.

By: Robert Wong For: Sandford Smith	04/27/2021
** Signature of Reporting Person	Date