

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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* <u>Sabry James H</u> <hr/> (Last) (First) (Middle) 280 EAST GRAND AVENUE <hr/> (Street) SOUTH SAN FRANCISCO CA 94080 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CYTKINETICS INC [ CYTK ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/15/2009</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	12/15/2009		M <sup>(1)</sup>		17,200	A	\$1.2	17,200	D	
Common Stock	12/15/2009		M <sup>(1)</sup>		17,300	A	\$0.58	34,500	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		900	D	\$3	33,600	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		2,500	D	\$3.01	31,100	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		1,400	D	\$3.02	29,700	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		200	D	\$3.03	29,500	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		1,500	D	\$3.04	28,000	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		7,100	D	\$3.05	20,900	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		500	D	\$3.0525	20,400	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		300	D	\$3.055	20,100	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		200	D	\$3.0625	19,900	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		2,356	D	\$3.06	17,544	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		4,044	D	\$3.07	13,500	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		3,000	D	\$3.08	10,500	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		3,634	D	\$3.09	6,866	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		3,000	D	\$3.1	3,866	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		1,700	D	\$3.11	2,166	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		1,866	D	\$3.12	300	D	
Common Stock	12/15/2009		S <sup>(2)</sup>		300	D	\$3.13	0	D	
Common Stock	12/16/2009		M <sup>(1)</sup>		20,000	A	\$0.58	20,000	D	
Common Stock	12/16/2009		S <sup>(2)</sup>		200	D	\$2.95	19,800	D	
Common Stock	12/16/2009		S <sup>(2)</sup>		4,000	D	\$2.96	15,800	D	
Common Stock	12/16/2009		S <sup>(2)</sup>		2,300	D	\$2.97	13,500	D	
Common Stock	12/16/2009		S <sup>(2)</sup>		1,050	D	\$2.98	12,450	D	
Common Stock	12/16/2009		S <sup>(2)</sup>		2,566	D	\$2.99	9,884	D	
Common Stock	12/16/2009		S <sup>(2)</sup>		2,584	D	\$3	7,300	D	

**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	12/16/2009		S <sup>(2)</sup>		1,696	D	\$3.01	5,604	D	
Common Stock	12/16/2009		S <sup>(2)</sup>		1,000	D	\$3.02	4,604	D	
Common Stock	12/16/2009		S <sup>(2)</sup>		2,504	D	\$3.03	2,100	D	
Common Stock	12/16/2009		S <sup>(2)</sup>		1,600	D	\$3.04	500	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)					

**Explanation of Responses:**

- The exercise reported in this Form 4 was effected pursuant to a domestic relations court order.
- The sales reported in this Form 4 were effected pursuant to a domestic relations court order.

James H. Sabry M.D., Ph.D.     12/17/2009

\*\* 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.**