Instruction 1(b).

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Vashington,	D.C.	20549	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
hours per response:								

1. Name and Address of Reporting Person*  Kaye Edward M. MD			2. Issuer Name <b>and</b> Ticker or Trading Symbol CYTOKINETICS INC [ CYTK ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner						
`	,	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 01/04/2021								Office	er (give title			
ISCO CA				4. If A	mendn	nent, Date o	f Origina	al File	d (Month/Da	y/Year)		ne) X Form Form	filed by On	e Reporti	ng Perso	on
	Table	I - No	n-Deriva	tive S	ecur	ities Acq	uired,	Dis	posed of	, or Be	nefic	ally Own	ed			
Date			Execution Date,						nd Securi Benefi Owned	5. Amount of Securities Beneficially Owned Following		Form: Direct (D) or Indirect (I) (Instr. 4)				
						Code	v	Amount	(A) or (D)	Price	Transa	Transaction(s) (Instr. 3 and 4)				
1 Stock			01/04/2	2021			<b>A</b> <sup>(1)</sup>		511	A	\$19	.56 5	11(2)	D		
	Tal												d			
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Executi if any	cution Date, Trans		Transaction of Code (Instr. Derivative		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)	derivative Securities Beneficiall Owned Following Reported	y Ow For Dire or I (I) (	nership m: ect (D) ndirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Fi ST GRAND  I SAN CISCO  (St  Security (Inserting of Exercise Price of Derivative)	(First) (NST GRAND AVENUE  I SAN CA 9  (State) (Z  Table Security (Instr. 3)  I Stock  Tal  2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) ST GRAND AVENUE  I SAN CA 94080  (State) (Zip)  Table I - Note of Security (Instr. 3)  In Stock  Table II -  Conversion or Exercise Price of Derivative (Month/Day/Year) (Month.)	(First) (Middle)  ST GRAND AVENUE  I SAN CA 94080  (State) (Zip)  Table I - Non-Derivation (Month/Da)  Table II - Derivation (e.g., puth of Exercise Price of Derivative (Month/Day/Year)  I Stock 3. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)	(First) (Middle)  ST GRAND AVENUE  I SAN CA 94080  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  2. 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Transaction Code (Instr. 8)	(First) (Middle)  (First) (Middle)  ST GRAND AVENUE  I SAN CA 94080  (State) (Zip)  Table I - Non-Derivative Securities Acquited (Month/Day/Year)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquited (e.g., puts, calls, warrants, fany (Month/Day/Year)  2. Transaction Date (e.g., puts, calls, warrants, fany (Month/Day/Year)  (Month/Day/Year)  3. Date of Earliest Trans 01/04/2021  2. Transaction Date (e.g., puts, calls, warrants, fany (Month/Day/Year)  3. Date of Earliest Trans 01/04/2021  4. If Amendment, Date of Earliest Trans 01/04/2021  2. Transaction Date (e.g., puts, calls, warrants, fany (Month/Day/Year)  3. Date of Earliest Trans 01/04/2021  4. If Amendment, Date of Earliest Trans 01/04/2021  2. Transaction Date (e.g., puts, calls, warrants, fany (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year)  5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4	(First) (Middle)  ST GRAND AVENUE  I SAN (State) (Zip)  Table I - Non-Derivative Securities Acquired, (Month/Day/Year)  2. Transaction (Month/Day/Year)  Table II - Derivative Securities Acquired, (Month/Day/Year)  Table II - Derivative Securities Acquired, (e.g., puts, calls, warrants, option or Exercise Price of Derivative Security  Security (Month/Day/Year)  3. Date of Earliest Transaction (101/04/2021)  4. If Amendment, Date of Original Acquired, (Month/Day/Year)  2. Transaction (Month/Day/Year)  3. Transaction Date, (Month/Day/Year)  4. Table II - Derivative Securities Acquired, I (e.g., puts, calls, warrants, option or Exercise Price of Derivative Security (Month/Day/Year)  2. Transaction Date, (if any (Month/Day/Year))  3. Transaction Date, (Month/Day/Year)  3. Transaction Code (Instr. 8)  5. Number of Code (Instr. 8)  6. Date Expirat (Month/Day/Year)  9. Code (Instr. 3, 4)	(First) (Middle)  (First) (Middle)  ST GRAND AVENUE  3. Date of Earliest Transaction (Month 01/04/2021  4. If Amendment, Date of Original File  (SAN CA 94080  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Dispection (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Dispection Date (Month/Day/Year)  (Security (Instr. 3)  Table II - Derivative Securities Acquired, Dispection Date (Month/Day/Year)  (State) (Zip)  Table II - Derivative Securities Acquired, Dispection Date (Month/Day/Year)  (Security (Instr. 3)  Table II - Derivative Securities Acquired, Dispection Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	(First) (Middle)  (First) (Middle)  ST GRAND AVENUE   Table I - Non-Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of Original Filed (Month/Day/Year)  Security (Instr. 3)  2. 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If Amendment, Date of Original Filed (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Be Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  1. Stock  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Ben (e.g., puts, calls, warrants, options, convertible security Security  1. Stock  Table II - Derivative Securities Acquired, Disposed of, or Ben (e.g., puts, calls, warrants, options, convertible security Securities Acquired (A) or Of (D) (Instr. 3, 4) (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired (Disposed of (D) (Instr. 8) (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired (Month/Day/Year) (Month/Day/Year)	(First) (Middle)  (First) (Middle)  ST GRAND AVENUE  3. Date of Earliest Transaction (Month/Day/Year) 01/04/2021  4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Li  Security (Instr. 3)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  1. San CA  Security (Instr. 3)  Table II - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table III - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities Acquired (A) or Derivative Security (Month/Day/Year) (Month/Da	CYTOK INETICS INC [ CYTK ]  (Check all approximate the content of	CYTOKINETICS INC [CYTK]  (Check all applicable) X Director Officer (give title below)  ST GRAND AVENUE  4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Security (Instr. 3)  3. Transaction Code (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Securities Acquired (A) or Code (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Securities Securities Acquired, Disposed of, or Beneficially Owned Securities Securities Acquired, Disposed of, or Beneficially Owned Fallowing Reported (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Fallowing Reported (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Fallowing Reported (Instr. 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Fallowing Reported (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Fallowing Reported (Instr. 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Derivative Securities Acquired (Instr. 5)  Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Derivative Securities Acquired (Instr. 5)  Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Derivative Securities Acquired, Disposed of (Instr. 5)  Derivative Securities Acquired,	CYTOKINETICS INC [CYTK]  (First) (Middle)  ST GRAND AVENUE  4. If Amendment, Date of Original Filed (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date, (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3 and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3 and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3 and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3 and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3 and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3 and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3 and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially	Cytokinetics in Countries of Name   Cytokinetics   Cytokinetics

## **Explanation of Responses:**

1. Shares issued at Reporting Person's election pursuant to Issuer's stock in lieu of cash for all or part of directors' annual base retainer program. Shares are full vested from the moment of grant. Shares issued at per share price of \$19.56, representing the Issuer's closing stock price on January 4, 2021.

(D)

Date Exercisable

Expiration Date

2. Amount includes 511 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: Edward 01/05/2021 <u>Kaye</u>

\*\* Signature of Reporting Person Date

Number

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).

Code

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.