FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
|-------------|------|-------|
|-------------|------|-------|

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |     |  |  |  |  |  |  |  |
|--------------------------|-----|--|--|--|--|--|--|--|
| OMB Number: 3235-0287    |     |  |  |  |  |  |  |  |
| Estimated average burden |     |  |  |  |  |  |  |  |
| hours per response:      | 0.5 |  |  |  |  |  |  |  |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Last)   | L. Name and Address of Reporting Person*  SCHLOSSBERG MARK A  (Last) (First) (Middle)  280 EAST GRAND AVENUE |  |  |    |                               |  | Susuer Name and Ticker or Trading Symbol CYTOKINETICS INC [ CYTK ]      Date of Earliest Transaction (Month/Day/Year) 03/06/2020 |                   |  |   |                  |  |                |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  X Officer (give title Other (specify below)  SVP - Legal & General Counsel |  |                                       |  |  |
|--|--|--|--|----|-------------------------------|--|--|-------------------|--|---|------------------|--|----------------|--|--|---|--|---------------------------------------|--|--|
| (Street) SOUTH FRANCE  |  | A  | 94080  |    | 4. If A                       | 4. If Amendment, Date of Original Filed (Month/Day/Year) |  |                   |  |   |                  |  |                |  | Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person |   |  |                                       |  |  |
| (City)   | (S   | ·  | (Zip)  |    |                               |  |  |                   |  |   |                  |  |                |  |  |   |  |                                       |  |  |
| Table I - Non-Deriv.  1. Title of Security (Instr. 3)  2. Trans. Date (Month/L |  |  |  |    | 2A. Deemed<br>Execution Date, |  |  | 3.<br>Transac     | tion   | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 5) |                  |  |                | 5. Amount of<br>4 and Securities<br>Beneficially<br>Owned Followir |  | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership            |                                       |  |  |
|  |  |  |  |    |                               | Code   | v  | Amount (A) or (D) |  | or  | Price            | Reported<br>Transaction(s)<br>(Instr. 3 and 4)   |                |  | (Instr. 4)   |   |  |                                       |  |  |
| Common   | Common Stock 03/06   |  |  |    |                               | /2020  |  |                   | A  |   | 30,000 A \$      |  | \$0.0          | 30,000   |  | D   |  |                                       |  |  |
|  |  | -  | Гаble II - De<br>(e.                                   |    |                               |  |  |                   | uired, Di<br>, option:                                 |   |                  |  |                |  | Owned  |   |  |                                       |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                            | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Dat<br>if any<br>(Month/Day/Ye | Co | Transaction Code (Instr.      |  |  |                   | 6. Date Exercisa<br>Expiration Date<br>(Month/Day/Year |   |                  | 7. Title and Amo<br>of Securities<br>Underlying<br>Derivative Secu<br>(Instr. 3 and 4) |                | curity   | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)  | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)   | Ownershi<br>Form:<br>Direct (D)<br>or Indirec<br>(I) (Instr. 4 | Beneficial<br>Ownership<br>(Instr. 4) |  |  |
|  |  |  |  | Co | ode V                         |  | (A)  | (D)               | Date<br>Exercisable                                    |   | kpiration<br>ate | Title  | or<br>Nu<br>of | nount<br>mber<br>ares  |  |   |  |                                       |  |  |
| Incentive<br>Stock<br>Option<br>(right to<br>buy)                              | \$14.4   | 03/06/2020                                 |  | 1  | A                             |  | 9,607  |                   | (1)  | 03  | 3/05/2030        | Commo<br>Stock   | n 9            | ,607   | \$14.4   | 9,607   | D  |                                       |  |  |
| Non-<br>Qualified  |  |  |  |    |                               |  |  |                   |  |   |                  | Commo  |                |  |  |   |  |                                       |  |  |

## **Explanation of Responses:**

1. This option shall vest and become exercisable over 4 years, with shares divided into equal monthly installments, such that the option shall be 100% vested four years from the date of grant.

By: John Faurescu, Esq. For: Mark Schlossberg

03/09/2020

\*\* 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.