FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL										
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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* TRAUTMAN JAY K						2. Issuer Name and Ticker or Trading Symbol CYTOKINETICS INC [CYTK]									Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last)	(Fi	irst) ((Middle)			3. Date of Earliest Transaction (Month/Day/Year) 01/11/2007									v Off	rector fficer (give title elow) VP, Resea		Other (below)	specify	
	RAUTMAN JAY K ast) (First) (Middle) 80 EAST GRAND AVENUE treet) OUTH SAN RANCISCO CA 94080 Table I - No Title of Security (Instr. 3) Title of Security (Instr. 3) Title of Security (Instr. 3) Title of Security (Month/Day/Year) Privative or Exercise Price of Derivative Security Security Title of Security (Month/Day/Year) Security Table II - No Table II - No Security (Month/Day/Year) Security (Month/Day/Year)				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check App Line) X Form filed by One Reporting Persor Form filed by More than One Repor Person			on		
		Tab	le I - N	lon-Deri	vative	Sec	curiti	es A	cquired, [Disp	osed	of, or	Ben	eficia	Ily Ow	ned				
Date				2. Transa Date (Month/D		Exe if a	2A. Deemed Execution Date, if any (Month/Day/Year)		Code (In	Transaction Code (Instr.		4. Securities Acquired Disposed Of (D) (Instr. and 5)			Secu Ben Own Foll	owing	Fo (D)	Ownership orm: Direct) or direct (I) estr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
	st) (First) (Mid 0 EAST GRAND AVENUE eet) DUTH SAN ANCISCO CA y) (State) (Zip Table itle of Security (Instr. 3) mmon Stock Tab conversion or Exercise Price of Price of Price of Price of Little Security stive Security attive k on \$1.2 to								Code	v	Amoun		(A) or (D)	Price	Tran	orted saction(s) r. 3 and 4)				
Common Stock				01/11/							1,00		D	\$8		22,971		D		
		T	able II	- Deriva	itive Se outs, ca	ecu alls	rities , wa	s Acc rrant	quired, Dis s, options	spo s, co	sed of onverti	, or B ble s	enef ecuri	iciall ities)	y Owne	d				
Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative		version Date Execution (Month/Day/Year) if any (Month vative			4. Transaction Code (Instr.		5. n Number		6. Date Exer Expiration I (Month/Day		Amount of Securities Underlying Derivative Security (Instr. and 4)			8. Price of Derivati Security (Instr. 5	Beneficial	i S Illy	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership		
					Code	v	(A)	(D)	Date Exercisable	Ex Da	piration	Title	OI N O1	umber						
Incentive Stock Option (right to buy)	\$1.2								07/10/2002 ⁽²	07	/10/2012	Comm		7,500		17,500)	D		
Incentive Stock Option (right to buy)	\$1.2								05/21/2003 ⁽³	05	/21/2013	Comm		2,500		12,500)	D		
Incentive Stock Option (right to buy)	\$6.5								04/08/2004 ⁽⁴	03	/08/2014	Comm		5,000		25,000)	D		
Incentive Stock Option (right to buy)	\$6.59								04/11/2005 ⁽⁵	04	/11/2015	Comm		0,000		30,000)	D		
Incentive Stock Option (right to buy)	\$6.88								01/07/2006 ⁽⁶	12	/15/2015	Comm		1,504		21,504	4	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 Exerc Expiration Day/Y	ate	7. Title al Amount Securitie Underlyin Derivativ Security and 4)	of s ng e	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				
Incentive Stock Option (right to buy)	\$7.15							03/01/2006 ⁽⁷⁾	03/01/2016	Common Stock	2,500		2,500	D	
Non- Qualified Stock Option (right to buy)	\$6.88							01/07/2006 ⁽⁶⁾	12/15/2015	Common Stock	43,496		43,496	D	
Non- Qualified Stock Option (right to buy)	\$7.15							03/01/2006 ⁽⁷⁾	03/01/2016	Common Stock	37,500		37,500	D	

Explanation of Responses:

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 10, 2005.
- 2. This option is immediately exercisable upon grant and shall vest as to 15,625 shares on 06/03/03 and the balance of 46,875 divided into equal monthly installments thereafter such that the option shall be 100% vested on 06/03/06.
- 3. This option is immediately exercisable upon grant and shall vest as to 573 shares on 04/01/03 and the balance of 26,927 divided into equal monthly installments thereafter such that the option shall be 100% vested on 03/01/07.
- 4. This option shall vest and become exercisable as to 521 shares on 04/08/04 and the balance of 24,479 divided into equal monthly installments thereafter such that the option shall be 100% vested on 03/08/08.
- 5. This option shall vest and become exercisable as to 30,000 shares divided into equal monthly installments such that the option shall be 100% vested on 03/01/2009.
- 6. When the ISO and NQ dated 12/15/05 are combined for a total grant of 65,000 shares, the option shall vest and become exercisable as to 65,000 shares divided into equal monthly installments such that the option shall be 100% vested on 12/07/2009.
- 7. When the ISO and NQ dated 03/01/2006 are combined for a total grant of 40,000 shares, the option shall vest and become exercisable as to 40,000 shares divided into equal monthly installments such that the option shall be 100% vested on 03/01/2010.

<u>Jay K. Trautman</u> <u>01/12/2007</u>

** 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.

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