FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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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* Blum Robert I					CY	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)	(First) (Middle) EAST GRAND AVENUE					3. Date of Earliest Transaction (Month/Day/Year) $10/02/2006$									X Officer (give title below)			Other (specify below)	
(Street) SOUTH FRANCE	TH SAN CA 94080					4. If Amendment, Date of Original Filed (Month/Day/Year)								. Indivine)	ividual or Joint/Group Filing (Check A Form filed by One Reporting Pers Form filed by More than One Rep			on	
(City)	(S	tate) (	Zip)												Perso	n			
		Tab	le I - I	Non-Deriv	vative \$	Seci	uriti	ies Ac	quired,	Dis	posed o	f, or Be	nefici	ally	Owne	d			
Date			2. Transact Date (Month/Day	y/Year) i	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Code (Instr.		4. Securities Acquired Disposed Of (D) (Instr. 5)					ies cially	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	Repor ce Trans				su. 4)	(111301. 4)	
Common	Stock			10/02/2	006			M <sup>(1)</sup>		5,000	A \$		58	70	,000	D			
Common	Stock			10/02/2	006				<b>S</b> <sup>(2)</sup>		2,500	D	\$6.3	\$6.3584		67,500		D	
Common Stock 10/02/2			10/02/2	006	)06			<b>S</b> <sup>(2)</sup>	s <sup>(2)</sup> 2,5		D	\$6.3	955	65,000			D		
Common Stock												12	2,500		I	by Trust			
Common Stock													12,500				by Trust 2 <sup>(4)</sup>		
			Tab	le II - Deri (e.a.						•	sed of, o		-	Own	ed				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)			4. Transact	tion	5. n Number		6. Date Exercisabl Expiration Date (Month/Day/Year)		Amount Securiti Underly Derivati		tle and 8 unt of corrities E		Price	9. Number		10. Ownership	11. Nature of Indirect
	Price of Derivative Security	(	if any (Montl	n/Day/Year)	8)		Deri Secu Acq (A) ( Disp of (I (Inst	urities uired or posed D) tr. 3,	(Month/Da		r)	Securities Underlyin Derivative	g Securit	De Se	rivative curity str. 5)	Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
	Derivative			n/Day/Year)			Deri Secu Acq (A) ( Disp of (I (Inst	urities uired or oosed D) tr. 3, ad 5)	(Month/Da Date Exercisable	y/Yea	xpiration	Securities Underlyin Derivative (Instr. 3 and	g Securit	De Sei	curity	Securities Beneficiall Owned Following Reported Transactio	ly	Direct (D) or Indirect (I) (Instr.	Beneficial Ownership
Incentive Stock Option (right to buy)	Derivative	10/02/2006		n/Day/Year)	8)		Deri Secu Acq (A) of Disp of (I (Insi 4 an	urities uired or ocosed D) tr. 3, d 5)	Date	y/Yea	xpiration ate	Securities Underlyin Derivative (Instr. 3 and	g Securit nd 4) Amoun or Number of	t r	curity	Securities Beneficiall Owned Following Reported Transactio	on(s)	Direct (D) or Indirect (I) (Instr.	Beneficial Ownership
Stock Option (right to	Derivative Security			n/Day/Year)	Code		Deri Secu Acq (A) of Disp of (I (Insi 4 an	urities uired or or oosed D) tr. 3, id 5)	Date Exercisable	E D	xpiration ate	Securities Underlyin Derivative (Instr. 3 and Title	g Securit nd 4) Amoun or Number of Shares	De Seit (In	curity str. 5)	Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	on(s)	Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
Stock Option (right to buy)  Incentive Stock Option (right to	Derivative Security			n/Day/Year)	Code		Deri Secu Acq (A) of Disp of (I (Insi 4 an	urities uired or or oced o) true tr. 3, ad 5)	Date Exercisable 01/14/2000	E D D 1	xpiration ate 1/14/2010 7/10/2012	Securities Underlyin Derivative (Instr. 3 and Titte  Common Stock	Amountor Number of Shares	De Seity (In	curity str. 5)	Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	pn(s)	Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership

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. 5. Number Code (Instr. of			ivative urities juired or posed D)	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title at Amount of Securities Underlyit Derivative (Instr. 3 a	of s ng e Security	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)	\$6.59							04/11/2005 <sup>(8)</sup>	04/11/2015	Common Stock	45,000		45,000	D	
Incentive Stock Option (right to buy)	\$7.15							03/01/2006 <sup>(9)</sup>	03/01/2016	Common Stock	28,494		28,494	D	
Non- Qualified Stock Option (right to buy)	\$1.2							07/10/2002 <sup>(5)</sup>	07/10/2012	Common Stock	31,667		31,667	D	
Non- Qualified Stock Option (right to buy)	\$2							12/18/2003 <sup>(7)</sup>	12/18/2013	Common Stock	114,425		114,425	D	
Non- Qualified Stock Option (right to buy)	\$7.15							03/01/2006 <sup>(9)</sup>	03/01/2016	Common Stock	71,506		71,506	D	

## Explanation of Responses:

- 1. The exercise reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 17, 2005.
- 2. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 17, 2005.
- 3. Shares held by The Bridget Blum 2003 Irrevocable Trust.
- 4. Shares held by The Brittany Blum 2003 Irrevocable Trust.
- 5. When the ISO and NQ dated 07/10/02 are combined for a total grant of 150,000 shares, the option is immediately exercisable upon grant and shall vest as to 2,500 shares on 04/15/02 and the balance of 147,500 divided into equal monthly installments thereafter such that the option shall be 100% vested on 03/15/07.
- 6. This option is immediately exercisable upon grant and shall vest as to 781 shares on 04/01/03 and the balance of 36,719 divided into equal monthly installments thereafter such that the option shall be 100% vested on 03/01/07.
- 7. When the ISO and NQ dated 12/18/03 are combined for a total grant of 141,925 shares, the option is immediately exercisable upon grant and shall vest as to 2,365 shares on 01/18/04 and the balance of 139,560 divided into equal monthly installments thereafter such that the option shall be 100% vested on 12/18/08.
- 8. This option shall vest and become exercisable as to 45,000 shares divided into equal monthly installments such that the option shall be 100% vested on 03/01/2009.
- 9. When the ISO and NQ dated 03/01/2006 are combined for a total grant of 100,000 shares, the option shall vest and become exercisable as to 100,000 shares divided into equal monthly installments such that the option shall be 100% vested on 03/01/2010.

Robert I. Blum 10/03/2006

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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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