

OMB APPROVAL	
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**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

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

1. Name and Address of Reporting Person* <u>Blum Robert I</u>  (Last) (First) (Middle) 280 EAST GRAND AVENUE  (Street) SOUTH SAN FRANCISCO CA 94080  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CYTOKINETICS INC [ CYTK ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President &amp; CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) 03/02/2021	
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	03/02/2021		A <sup>(1)</sup>		80,000	A	\$0.0	380,658 <sup>(2)</sup>	D	
Common Stock								2,083	I	by Trust 1 <sup>(3)</sup>
Common Stock								2,083	I	by Trust 2 <sup>(4)</sup>

**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)	Date Exercisable	Expiration Date						Title
Incentive Stock Option (right to buy)	\$19.42	03/02/2021		A		9,889		01/02/2021 <sup>(5)</sup>	03/01/2031	Common Stock	9,889	\$19.42	9,889	D	
Non-Qualified Stock Option (right to buy)	\$19.42	03/02/2021		A		155,111		04/02/2021 <sup>(5)</sup>	03/01/2031	Common Stock	155,111	\$19.42	155,111	D	

**Explanation of Responses:**

- Comprised of restricted stock units that will vest over 3 years, with 40% vesting on the 1-year anniversary of the grant, an additional 40% vesting on the 2-year anniversary of the grant, and the final 20% vesting on the 3-year anniversary of the grant.
- Includes 4,991 shares of common stock purchased pursuant to the Issuer's 2015 Employee Stock Purchase Plan (ESPP).
- Shares held by The Bridget Blum 2003 Irrevocable Trust.
- Shares held by The Brittany Blum 2003 Irrevocable Trust.
- 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: Robert Wong For: Robert I. Blum 03/04/2021

\*\* 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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