Blum Robert I
Form 4
June 23, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Blum Robert I

(Last) (First) (Middle)

280 EAST GRAND AVENUE

(Street)

SOUTH SAN FRANCISCO, CA 94080

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
CYTOKINETICS INC [CYTK]

3. Date of Earliest Transaction (Month/Day/Year)
06/22/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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	06/22/2009		M[(1)]		1,000	A	$ 1.2	23,460	D	
Common Stock	06/22/2009		S[(2)]		1,000	D	$ 2.74	22,460	D	
Common Stock								12,500	I	by Trust 1 [(3)]
Common Stock								12,500	I	by Trust 2 [(4)]

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

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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 Am Underlying Sec (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	A N S
Incentive Stock Option (right to buy)	$ 1.2	06/22/2009		M			1,000	07/10/2002[5]	07/10/2012	Common Stock	
Incentive Stock Option (right to buy)	$ 0.58							01/14/2000[6]	11/14/2010	Common Stock	
Incentive Stock Option (right to buy)	$ 1.2							05/21/2003[7]	05/21/2013	Common Stock	
Incentive Stock Option (right to buy)	$ 1.85							03/26/2009[8]	02/26/2019	Common Stock	
Incentive Stock Option (right to buy)	$ 2							12/18/2003[9]	12/18/2013	Common Stock	
Incentive Stock Option (right to buy)	$ 3.37							03/29/2008[10]	02/28/2018	Common Stock	
Incentive Stock Option (right to buy)	$ 6.59							04/11/2005[11]	04/11/2015	Common Stock	
Incentive Stock Option (right to buy)	$ 6.81							04/01/2007[12]	03/14/2017	Common Stock	
Incentive Stock Option (right to buy)	$ 7.15							03/01/2006[13]	03/01/2016	Common Stock	

Non-Qualified Stock Option (right to buy)	$ 1.2			07/10/2002[5]	07/10/2012	Common Stock
Non-Qualified Stock Option (right to buy)	$ 1.85			03/26/2009[8]	02/26/2019	Common Stock
Non-Qualified Stock Option (right to buy)	$ 2			12/18/2003[9]	12/18/2013	Common Stock
Non-Qualified Stock Option (right to buy)	$ 3.37			03/29/2008[10]	02/28/2018	Common Stock
Non-Qualified Stock Option (right to buy)	$ 6.81			04/01/2007[12]	03/14/2017	Common Stock
Non-Qualified Stock Option (right to buy)	$ 7.15			03/01/2006[13]	03/01/2016	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Blum Robert I 280 EAST GRAND AVENUE SOUTH SAN FRANCISCO, CA 94080	X		President & CEO	

Signatures

Robert I. Blum	06/23/2009
**Signature of Reporting Person	Date

Explanation of Responses:

***** 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).

(1) The exercise reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 13, 2009.

(2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 13, 2009.

(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 25,000 shares on 11/14/00 and the balance of 87,500 divided into equal monthly installments thereafter such that the option shall be 100% vested on 11/14/05.

(7) 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.

(8) When the ISO and NQ dated 02/26/2009 are combined for a total grant of 275,000 shares, the option shall vest and become exercisable as to 5,729 shares on 03/26/09 and the balance of 269,271 divided into equal monthly installments thereafter such that the option shall be 100% vested on 02/26/13.

(9) 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.

(10) When the ISO and NQ dated 02/29/2008 are combined for a total grant of 200,000 shares, the option shall vest and become exercisable as to 4,166 shares on 03/29/08 and the balance of 195,834 divided into equal monthly installments thereafter such that the option shall be 100% vested on 02/29/12.

(11) 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.

(12) When the ISO and NQ dated 03/14/2007 are combined for a total grant of 250,000 shares, the option shall vest and become exercisable as to 5,208 shares on 04/01/07 and the balance of 244,792 divided into equal monthly installments thereafter such that the option shall be 100% vested on 03/01/11.

(13) 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.

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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