

Sabry James H
Form 4
December 17, 2009

FORM 4

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

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 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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Sabry James H

(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)
12/15/2009

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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	12/15/2009		M ⁽¹⁾		17,200	A	\$ 1.2	17,200	D
Common Stock	12/15/2009		M ⁽¹⁾		17,300	A	\$ 0.58	34,500	D
Common Stock	12/15/2009		S ⁽²⁾		900	D	\$ 3	33,600	D
Common Stock	12/15/2009		S ⁽²⁾		2,500	D	\$ 3.01	31,100	D
Common Stock	12/15/2009		S ⁽²⁾		1,400	D	\$ 3.02	29,700	D

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Common Stock	12/15/2009	<u>S(2)</u>	200	D	\$ 3.03	29,500	D
Common Stock	12/15/2009	<u>S(2)</u>	1,500	D	\$ 3.04	28,000	D
Common Stock	12/15/2009	<u>S(2)</u>	7,100	D	\$ 3.05	20,900	D
Common Stock	12/15/2009	<u>S(2)</u>	500	D	\$ 3.0525	20,400	D
Common Stock	12/15/2009	<u>S(2)</u>	300	D	\$ 3.055	20,100	D
Common Stock	12/15/2009	<u>S(2)</u>	200	D	\$ 3.0625	19,900	D
Common Stock	12/15/2009	<u>S(2)</u>	2,356	D	\$ 3.06	17,544	D
Common Stock	12/15/2009	<u>S(2)</u>	4,044	D	\$ 3.07	13,500	D
Common Stock	12/15/2009	<u>S(2)</u>	3,000	D	\$ 3.08	10,500	D
Common Stock	12/15/2009	<u>S(2)</u>	3,634	D	\$ 3.09	6,866	D
Common Stock	12/15/2009	<u>S(2)</u>	3,000	D	\$ 3.1	3,866	D
Common Stock	12/15/2009	<u>S(2)</u>	1,700	D	\$ 3.11	2,166	D
Common Stock	12/15/2009	<u>S(2)</u>	1,866	D	\$ 3.12	300	D
Common Stock	12/15/2009	<u>S(2)</u>	300	D	\$ 3.13	0	D
Common Stock	12/16/2009	<u>M(1)</u>	20,000	A	\$ 0.58	20,000	D
Common Stock	12/16/2009	<u>S(2)</u>	200	D	\$ 2.95	19,800	D
Common Stock	12/16/2009	<u>S(2)</u>	4,000	D	\$ 2.96	15,800	D
Common Stock	12/16/2009	<u>S(2)</u>	2,300	D	\$ 2.97	13,500	D
Common Stock	12/16/2009	<u>S(2)</u>	1,050	D	\$ 2.98	12,450	D
Common Stock	12/16/2009	<u>S(2)</u>	2,566	D	\$ 2.99	9,884	D
	12/16/2009	<u>S(2)</u>	2,584	D	\$ 3	7,300	D

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Common
Stock

Common Stock	12/16/2009	S ⁽²⁾	1,696	D	\$ 3.01	5,604	D
Common Stock	12/16/2009	S ⁽²⁾	1,000	D	\$ 3.02	4,604	D
Common Stock	12/16/2009	S ⁽²⁾	2,504	D	\$ 3.03	2,100	D
Common Stock	12/16/2009	S ⁽²⁾	1,600	D	\$ 3.04	500	D

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Sabry James H 280 EAST GRAND AVENUE SOUTH SAN FRANCISCO, CA 94080	X

Signatures

James H. Sabry M.D.,
Ph.D. 12/17/2009

__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 domestic relations court order.
- (2) The sales reported in this Form 4 were effected pursuant to a domestic relations court order.

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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