

CYTOKINETICS INC  
Form 4  
September 30, 2008

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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

(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
280 EAST GRAND AVENUE  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/26/2008

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Executive Chairman

SOUTH SAN FRANCISCO, CA 94080

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

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

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	09/26/2008		S	396 D \$ 4.65	169,154	I	by Trust
Common Stock	09/26/2008		S	2,098 D \$ 4.66	167,056	I	by Trust
Common Stock	09/26/2008		S	506 D \$ 4.68	166,550	I	by Trust
Common Stock	09/26/2008		S	200 D \$ 4.69	166,350	I	by Trust
Common Stock	09/26/2008		S	400 D \$ 4.7	165,950	I	by Trust

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Common Stock	09/26/2008	S	100	D	\$ 4.73	165,850	I	by Trust
Common Stock	09/26/2008	S	403	D	\$ 4.77	165,447	I	by Trust
Common Stock	09/26/2008	S	297	D	\$ 4.8	165,150	I	by Trust
Common Stock	09/26/2008	S	100	D	\$ 4.81	165,050	I	by Trust
Common Stock	09/26/2008	S	2,205	D	\$ 4.83	162,845	I	by Trust
Common Stock	09/26/2008	S	395	D	\$ 4.84	162,450	I	by Trust
Common Stock	09/26/2008	S	300	D	\$ 4.85	162,150	I	by Trust
Common Stock	09/26/2008	S	700	D	\$ 4.88	161,450	I	by Trust
Common Stock	09/26/2008	S	100	D	\$ 4.89	161,350	I	by Trust
Common Stock	09/26/2008	S	1,600	D	\$ 4.9	159,750	I	by Trust
Common Stock	09/26/2008	S	1,700	D	\$ 4.91	158,050	I	by Trust
Common Stock	09/26/2008	S	800	D	\$ 4.92	157,250	I	by Trust
Common Stock	09/26/2008	S	600	D	\$ 4.93	156,650	I	by Trust
Common Stock	09/26/2008	S	1,000	D	\$ 4.96	155,650	I	by Trust
Common Stock	09/26/2008	S	3,600	D	\$ 4.99	152,050	I	by Trust
Common Stock	09/26/2008	S	2,100	D	\$ 5	149,950	I	by Trust
Common Stock	09/26/2008	S	300	D	\$ 5.01	149,650	I	by Trust
Common Stock	09/26/2008	S	100	D	\$ 4.78	149,550	I	by Trust

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

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(9-02)

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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 Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares	
Incentive Stock Option (right to buy)	\$ 0.58					09/28/1999 <sup>(1)</sup> 09/28/2009	Common Stock 62,5	
Incentive Stock Option (right to buy)	\$ 0.58					11/14/2000 <sup>(2)</sup> 11/14/2010	Common Stock 172,	
Incentive Stock Option (right to buy)	\$ 1.2					07/10/2002 <sup>(3)</sup> 07/10/2012	Common Stock 83,3	
Incentive Stock Option (right to buy)	\$ 1.2					05/21/2003 <sup>(4)</sup> 05/21/2013	Common Stock 75,0	
Incentive Stock Option (right to buy)	\$ 6.5					04/08/2004 <sup>(5)</sup> 03/08/2014	Common Stock 66,9	
Incentive Stock Option (right to buy)	\$ 6.59					04/11/2005 <sup>(6)</sup> 04/11/2015	Common Stock 15,1	
Incentive Stock Option (right to buy)	\$ 6.81					04/01/2007 <sup>(7)</sup> 03/14/2017	Common Stock 11,0	
Incentive Stock Option (right to buy)	\$ 7.15					03/01/2006 <sup>(8)</sup> 03/01/2016	Common Stock 18,4	
Non-Qualified Stock Option (right to buy)	\$ 1.2					07/10/2002 <sup>(3)</sup> 07/10/2012	Common Stock 161,	
Non-Qualified Stock Option (right to buy)	\$ 6.5					04/08/2004 <sup>(5)</sup> 03/08/2014	Common Stock 19,5	
	\$ 6.59					04/11/2005 <sup>(6)</sup> 04/11/2015		69,8



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