

Morgan Bradley Paul
Form 4
September 01, 2017

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Morgan Bradley Paul

(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)
08/31/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
SVP Drug Discovery & Early Dev

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 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)
Common Stock	08/31/2017		M ⁽¹⁾	16,666 A	\$ 6.67 63,107	D	
Common Stock	08/31/2017		S ⁽²⁾	16,666 D	\$ 15 46,441	D	
Common Stock	08/31/2017		M ⁽¹⁾	15,206 A	\$ 7.96 61,647	D	
Common Stock	08/31/2017		S ⁽²⁾	15,206 D	\$ 15 46,441	D	
Common Stock	08/31/2017		M ⁽¹⁾	2,294 A	\$ 7.96 48,735	D	

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Common Stock	08/31/2017	<u>S</u> (2)	2,294	D	\$ 15	46,441	D
Common Stock	08/31/2017	<u>M</u> (1)	11,552	A	\$ 9.65	57,993	D
Common Stock	08/31/2017	<u>S</u> (2)	11,552	D	\$ 15	46,441	D
Common Stock	08/31/2017	<u>M</u> (1)	13,448	A	\$ 9.65	59,889	D
Common Stock	08/31/2017	<u>S</u> (2)	13,448	D	\$ 15	46,441	D
Common Stock	08/31/2017	<u>M</u> (1)	3,795	A	\$ 6	50,236	D
Common Stock	08/31/2017	<u>S</u> (2)	3,795	D	\$ 15	46,441	D
Common Stock	08/31/2017	<u>M</u> (1)	21,204	A	\$ 6	67,645	D
Common Stock	08/31/2017	<u>S</u> (2)	21,204	D	\$ 15	46,441	D
Common Stock	08/31/2017	<u>M</u> (1)	1,079	A	\$ 6.3	47,520	D
Common Stock	08/31/2017	<u>S</u> (2)	1,079	D	\$ 15	46,441	D
Common Stock	08/31/2017	<u>M</u> (1)	13,920	A	\$ 6.3	60,361	D
Common Stock	08/31/2017	<u>S</u> (2)	13,920	D	\$ 15	46,441	D
Common Stock	08/31/2017	<u>M</u> (1)	617	A	\$ 9.42	47,058	D
Common Stock	08/31/2017	<u>S</u> (2)	617	D	\$ 15	46,441	D
Common Stock	08/31/2017	<u>M</u> (1)	11,883	A	\$ 9.42	58,324	D
Common Stock	08/31/2017	<u>S</u> (2)	11,883	D	\$ 15	46,441	D
Common Stock	08/31/2017	<u>M</u> (1)	694	A	\$ 11.1	47,135	D
Common Stock	08/31/2017	<u>S</u> (2)	694	D	\$ 15	46,441	D
Common Stock	08/31/2017	<u>M</u> (1)	2,639	A	\$ 11.1	49,080	D
	08/31/2017	<u>S</u> (2)	2,639	D	\$ 15	46,441	D

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Common
Stock

Common Stock	08/31/2017	M ⁽¹⁾	695	A	\$ 11.1	47,136	D
Common Stock	08/31/2017	S ⁽²⁾	695	D	\$ 15	46,441	D
Common Stock	08/31/2017	M ⁽¹⁾	2,638	A	\$ 11.1	49,079	D
Common Stock	08/31/2017	S ⁽²⁾	2,638	D	\$ 15	46,441	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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Securities
Incentive Stock Option (right to buy)	\$ 6	08/31/2017		M	21,204	04/05/2013	03/05/2023	Common Stock	21,204
Incentive Stock Option (right to buy)	\$ 6.3	08/31/2017		M	13,920	04/05/2012	03/05/2022	Common Stock	13,920
Incentive Stock Option (right to buy)	\$ 7.96	08/31/2017		M	2,294	03/26/2015	02/26/2025	Common Stock	2,294
Incentive Stock Option (right to buy)	\$ 9.42	08/31/2017		M	11,883	03/28/2011	02/28/2021	Common Stock	11,883
Incentive Stock Option (right to buy)	\$ 9.65	08/31/2017		M	13,448	03/24/2014	02/24/2024	Common Stock	13,448

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Incentive Stock Option (right to buy)	\$ 11.1	08/31/2017	M	2,639	03/26/2009	02/26/2019	Common Stock	2,
Incentive Stock Option (right to buy)	\$ 11.1	08/31/2017	M	2,638	03/26/2009	02/26/2019	Common Stock	2,
Non-Qualified Stock Option (right to buy)	\$ 6	08/31/2017	M	3,795	04/05/2013	03/05/2023	Common Stock	3,
Non-Qualified Stock Option (right to buy)	\$ 6.3	08/31/2017	M	1,079	04/05/2012	03/05/2022	Common Stock	1,
Non-Qualified Stock Option (right to buy)	\$ 6.67	08/31/2017	M	16,666	03/23/2016	02/23/2026	Common Stock	16
Non-Qualified Stock Option (right to buy)	\$ 7.96	08/31/2017	M	15,206	03/26/2015	02/26/2025	Common Stock	15
Non-Qualified Stock Option (right to buy)	\$ 9.42	08/31/2017	M	617	03/28/2011	02/28/2021	Common Stock	6
Non-Qualified Stock Option (right to buy)	\$ 9.65	08/31/2017	M	11,552	03/24/2014	02/24/2024	Common Stock	11
Non-Qualified Stock Option (right to buy)	\$ 11.1	08/31/2017	M	694	03/26/2009	02/26/2019	Common Stock	6
Non-Qualified Stock Option (right to buy)	\$ 11.1	08/31/2017	M	695	03/26/2009	02/26/2019	Common Stock	6

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Morgan Bradley Paul 280 EAST GRAND AVENUE SOUTH SAN FRANCISCO, CA 94080			SVP Drug Discovery & Early Dev	

Signatures

Bradley Morgan 09/01/2017

**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(s) reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 30, 2017.
- (2) The sale(s) reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 30, 2017.

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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