## Edgar Filing: CYTOKINETICS INC - Form 4

CYTOKINI Form 4 May 27, 200								
Check th if no lon subject to Section Form 4 of Form 5 obligation may com See Instr 1(b).	<b>A 4</b> UNITED his box ager to 16. bor Filed pur Section 17(	<b>MENT OF CH</b> rsuant to Section (a) of the Publi	Washingtor ANGES IN SECU on 16(a) of t c Utility Ho	AND EXCHANGE h, D.C. 20549 I BENEFICIAL OV RITIES he Securities Exchan Iding Company Act ht Company Act of 1	WNERSHIP OF nge Act of 1934, of 1935 or Sectio	N OMB Number: Expires: Estimated burden hou response	urs per	
1. Name and	Address of Reporting I A GRANT III	Sym	bol	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 2800 SAND HILL ROAD, SUITE 250			nte of Earliest 7 nth/Day/Year) 22/2008	Fransaction	(Check all applicable) <u>X</u> Director <u>10%</u> Owner Officer (give title <u>Other</u> (specify below)			
MENLO P.	(Street) ARK, CA 94025		Amendment, E (Month/Day/Ye	-	<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
(City)	(State)	(Zip)	Table I - Non-	Derivative Securities A	Person	of. or Beneficia	llv Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. if Transactio Code ar) (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Re	port on a separate line	e for each class of	securities bene	information cont required to respo	or indirectly. spond to the colle ained in this form ond unless the for ntly valid OMB co	i are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

number.

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (right to buy)	\$ 3.83	05/22/2008		А		15,000		06/22/2008 <u>(1)</u>	05/22/2018	Common Stock	15,000

## **Reporting Owners**

Reporting Owner Name / Address				
1	Director	10% Owner	Officer	Other
HEIDRICH A GRANT III 2800 SAND HILL ROAD SUITE 250 MENLO PARK, CA 94025	Х			
Signatures				
David L. Bandy, Attorney-In-F Person		05/27/2008		

\*\*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 option becomes exercisable in 12 equal monthly installments beginning 6/22/08.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.