### Edgar Filing: COSTA SANTO J - Form 4

COSTA SANT Form 4 May 19, 2011	ГО Ј								
FORM Check this if no longer	box	Washington, D.C. 20549							PPROVAL 3235-0287 January 31, 2005
subject to Section 16.STATEMENT OF CHARGES IN DENETCIAL OWNERSTIN OF Estimated ave burden hours responseForm 4 or Form 5 obligations may continue.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 1940Estimated ave burden hours responseSee Instruction 1(b).30(h) of the Investment Company Act of 19401940									urs per
(Print or Type Rea	sponses)								
1. Name and Add COSTA SAN	2. Issuer Name <b>and</b> Ticker or Trading Symbol CYTOKINETICS INC [CYTK]				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) 280 EAST GRAND AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 05/18/2011			(Check all applicable) <u>X</u> Director Officer (give title <u>10%</u> Owner Director below) Other (specify below)			
SOUTH SAN	4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>					
FRANCISCO							1 010011		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
	Transaction Date Aonth/Day/Year)	Execution any	Date, if	3. Transactic Code (Instr. 8) Code V	Dispose (Instr. 3	d (A) or d of (D) , 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.									

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

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

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

#### Edgar Filing: COSTA SANTO J - Form 4

(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
Non-Qualified Stock Option (right to buy)	\$ 1.44	05/18/2011		А	20,000	06/18/2011 <u>(1)</u>	05/18/2021	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 2.54					12/01/2010 <u>(2)</u>	11/01/2020	Common Stock

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
COSTA SANTO J 280 EAST GRAND AVENUE SOUTH SAN FRANCISCO, CA 94080	Х					
Signatures						
By: Sharon Barbari For: Santo J. Costa	05/19/2011					

#### \*\*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) This option shall vest and become exercisable as to 20,000 shares divided into equal monthly installments such that the option shall be 100% vested on May 18, 2012.
- (2) This option shall vest and become exercisable as to 40,000 shares divided into equal monthly installments such that the option shall be 100% vested on November 1, 2013.

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.