

CYTOKINETICS INC

Form 4

June 06, 2007

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SPUDICH JAMES A

(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)  
06/04/2007

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                          | Amount<br>(A)<br>or<br>(D)<br>Price                                                                                |                                                                      |                                                                   |
| Common<br>Stock                       | 06/04/2007                              |                                                             | S <sup>(1)</sup>                        |                                                                            | 900 D \$ 6.5                                                                                                       | 209,700                                                              | D                                                                 |
| Common<br>Stock                       | 06/04/2007                              |                                                             | S <sup>(1)</sup>                        |                                                                            | 1,100 D \$<br>6.51                                                                                                 | 208,600                                                              | D                                                                 |
| Common<br>Stock                       | 06/04/2007                              |                                                             | S <sup>(1)</sup>                        |                                                                            | 500 D \$<br>6.52                                                                                                   | 208,100                                                              | D                                                                 |
| Common<br>Stock                       | 06/04/2007                              |                                                             | S <sup>(1)</sup>                        |                                                                            | 200 D \$<br>6.53                                                                                                   | 207,900                                                              | D                                                                 |
| Common<br>Stock                       | 06/04/2007                              |                                                             | S <sup>(1)</sup>                        |                                                                            | 300 D \$<br>6.54                                                                                                   | 207,600                                                              | D                                                                 |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date Exercisable<br>Expiration Date                            | Title<br>Amount<br>or<br>Number<br>of Shares                     |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 1.2                                                             |                                         |                                                             |                                      |                                                                                                                    | 07/10/2002 <sup>(2)</sup> 07/10/2012                           | Common<br>Stock 10,000                                           |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 5.55                                                            |                                         |                                                             |                                      |                                                                                                                    | 05/19/2005 05/19/2015                                          | Common<br>Stock 7,500                                            |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 6.55                                                            |                                         |                                                             |                                      |                                                                                                                    | 05/24/2007 05/24/2017                                          | Common<br>Stock 7,500                                            |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 7.29                                                            |                                         |                                                             |                                      |                                                                                                                    | 05/25/2006 05/25/2016                                          | Common<br>Stock 7,500                                            |

## Reporting Owners

| Reporting Owner Name / Address                                            | Relationships |           |         |       |
|---------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                           | Director      | 10% Owner | Officer | Other |
| SPUDICH JAMES A<br>280 EAST GRAND AVENUE<br>SOUTH SAN FRANCISCO, CA 94080 | X             |           |         |       |

## Signatures

By: James H. Sabry For: James A. Spudich 06/05/2007

\_\_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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 8, 2007.
- (2) This option is immediately exercisable upon grant and shall vest as to 417 shares on 06/01/02 and the balance of 9,583 divided into equal monthly installments thereafter such that the option shall be 100% vested on 05/01/04.

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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