

Morgan Bradley Paul
Form 4
September 01, 2017

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

OMB APPROVAL

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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

(Print or Type Responses)

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

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)
08/31/2017

____ Director
 Officer (give title below) _____ Other (specify below)
SVP Drug Discovery & Early Dev

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	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.

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.

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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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am or Num of S
Incentive Stock Option (right to buy)	\$ 6	08/31/2017		M	21,204	04/05/2013	03/05/2023	Common Stock	21
Incentive Stock Option (right to buy)	\$ 6.3	08/31/2017		M	13,920	04/05/2012	03/05/2022	Common Stock	13
Incentive Stock Option (right to buy)	\$ 7.96	08/31/2017		M	2,294	03/26/2015	02/26/2025	Common Stock	2,
Incentive Stock Option (right to buy)	\$ 9.42	08/31/2017		M	11,883	03/28/2011	02/28/2021	Common Stock	11
Incentive Stock Option (right to buy)	\$ 9.65	08/31/2017		M	13,448	03/24/2014	02/24/2024	Common Stock	13

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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