

CYTOKINETICS INC  
 Form 3  
 May 20, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>McDowell Caryn Gordon</p> <p>(Last) (First) (Middle)</p> <p>280 EAST GRAND AVENUE</p> <p>(Street)</p> <p>SOUTH SAN FRANCISCO, CA 94080</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/18/2016</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CYTOKINETICS INC [CYTK]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>GC &amp; Chief Compliance Officer</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,810	D	^

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Incentive Stock Option (right to buy)	05/29/2016 <sup>(1)</sup>	05/29/2025	Common Stock	30,000	\$ 6.37	D	Â
Incentive Stock Option (right to buy)	03/23/2016 <sup>(2)</sup>	02/23/2026	Common Stock	29,518	\$ 6.67	D	Â
Non-Qualified Stock Option (right to buy)	03/23/2016 <sup>(2)</sup>	02/23/2026	Common Stock	5,482	\$ 6.67	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McDowell Caryn Gordon 280 EAST GRAND AVENUE SOUTH SAN FRANCISCO, CA 94080	Â	Â	Â GC & Chief Compliance Officer	Â

## Signatures

Caryn  
McDowell 05/19/2016

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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 7,500 shares on 05/29/16 and the balance of 22,500 divided into equal monthly installments thereafter such that the option shall be 100% vested on 05/29/19.

(2) When the ISO and NQ dated 02/23/2016 are combined for a total grant of 35,000 shares, the option shall vest and become exercisable as to 35,000 shares divided into equal monthly installments such that the option shall be 100% vested on 02/23/2020.

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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