

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)

1. Name and Address of Reporting Person *

McDowell Caryn Gordon
(Last) (First) (Middle)

280 EAST GRAND AVENUE

(Street)

SOUTH SAN
FRANCISCO, CA 94080

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
05/18/2016

3. Issuer Name and Ticker or Trading Symbol

CYTOKINETICS INC [CYTK]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
GC & Chief Compliance Officer

5. 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

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

A

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)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title Amount or Number of

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)

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