

ACCURAY INC
Form 8-K
November 20, 2015

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **November 19, 2015**

ACCURAY INCORPORATED

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-33301

(Commission File Number)

20-8370041

(IRS Employer Identification No.)

**1310 Chesapeake Terrace
Sunnyvale, California 94089**

(Address of principal executive offices, including Zip Code)

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Registrant's telephone number, including area code: **(408) 716-4600**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.07. Submission of Matters to a Vote of Security Holders.

Accuray Incorporated (the Company) held its Annual Meeting of Stockholders on November 19, 2015. At the meeting:

- 1) Stockholders elected Elizabeth Dávila, Joshua H. Levine and Emad Rizk, M.D. to serve as Class III directors of the Company until its 2018 Annual Meeting of Stockholders;
- 2) Stockholders approved the compensation of the Company's named executive officers on an advisory basis; and
- 3) Stockholders ratified the appointment of Grant Thornton LLP to serve as the Company's independent registered public accounting firm for the fiscal year ending June 30, 2016.

Set forth below, with respect to each such matter, are the number of votes cast for or against, the number of abstentions and the number of broker non-votes.

1) Election of Directors

Nominee	For	Against	Abstain	Broker Non-Vote
Elizabeth Dávila	55,542,351	1,346,422	140,363	16,795,947
Joshua H. Levine	56,338,263	668,237	22,636	16,795,947
Emad Rizk, M.D.	55,684,326	1,308,396	36,414	16,795,947

2) Advisory Vote on the Compensation of the Company's Named Executive Officers

For	Against	Abstain	Broker Non-Vote
45,356,232	9,587,336	2,085,568	16,795,947

3) Ratification of Appointment of Independent Registered Public Accounting Firm

For	Against	Abstain	Broker Non-Vote
73,355,053	317,109	152,921	0

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ACCURAY INCORPORATED

Dated: November 19, 2015

By:

/s/ Alaleh Nouri
Alaleh Nouri
*Senior Vice President, General Counsel & Corporate
Secretary*