Raanes Chris Form 4 September 02, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

**OMB APPROVAL** 

burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

**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

obligations may continue. See Instruction

30(h) of the Investment Company Act of 1940 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Raanes Chris

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

(Zin)

ACCURAY INC [ARAY]

(Check all applicable)

(Last)

(City)

(First)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner

1310 CHESAPEAKE TERRACE

08/31/2010

X\_ Officer (give title Other (specify below) below)

**SVP COO** 

(Street)

(State)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

SUNNYVALE, CA 94089

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit for Dispos (Instr. 3, 4)	ed of (	` ′	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/31/2010		A(1)	13,300	A	\$0	43,572	D	
Common Stock	09/01/2010		M	6,000	A	\$ 0.75	49,572	D	
Common Stock	09/01/2010		S	6,000	D	\$ 6.1848 (2)	43,572	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

SEC 1474 (9-02)

#### Edgar Filing: Raanes Chris - Form 4

# displays a currently valid OMB control

# 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. Transactic Code (Instr. 8)	5. Number of on 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 An Underlying Sec (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	A C N
Incentive Stock Option (right to buy)	\$ 0.75	09/01/2010		M		6,000	<u>(3)</u>	12/02/2012	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 6.58	08/31/2010		A	40,000		<u>(4)</u>	08/31/2020	Common Stock	4

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
<b></b>	Director	10% Owner	Officer	Other		
Raanes Chris						
1310 CHESAPEAKE TERRACE			SVP COO			
SUNNYVALE, CA 94089						

### **Signatures**

By: Michael Olivas For: Chris A.
Raanes
09/01/2010

\*\*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).
- The restricted stock units (RSUs) are released as they vest. A total of 25% of the entire number of shares subject to this RSU grant (1) become vested and are released on the first anniversary of the vesting commencement date and the remaining shares subject to this RSU vest and are released at a rate of 25% a year on each anniversiary of the vesting commencement date over the remaining three years.
- A total of 6,000 shares were sold pursuant to a 10b-5-1 Plan at an average sale price of \$6.184817 per share. The actual sale price for the shares was: 1,000 shares at \$6.31; 300 shares at \$6.12; 280 shares at \$6.11; 400 shares at \$6.16; 420 shares at \$6.13; 1,200 shares at \$6.18; 500 shares at \$6.15; 100 shares at \$6.165; 1,800 shares at \$6.17.
- The options are exercisable as they vest. A total of 25% of the entire number of shares subject to this stock option becomes vested and (3) fully exercisable on the first anniversary of the vesting commencement date and the remaining shares subject to this stock option vest and become exercisable in equal monthly installments, ratably over the following 36 months.

**(4)** 

Reporting Owners 2

### Edgar Filing: Raanes Chris - Form 4

These options are exercisable as they vest. The shares subject to this stock option become vested and fully exercisable in equal monthly installments, ratably over a period of 48-months, beginning on October 1, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.