Raanes Chris Form 4 May 18, 2010

FORM 4

Check this box

Form 4 or

Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

30(h) of the Investment Company Act of 1940

Washington, D.C. 20549

if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16.

Estimated average burden hours per response... Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

OMB APPROVAL

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obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Raanes Chris Issuer Symbol ACCURAY INC [ARAY] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title _ Other (specify 1310 CHESAPEAKE TERRACE 05/17/2010 below) below) **SVP COO** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

SUNNYVALE, CA 94089

(Ctota)

(City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	ities Acqui	ired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit r(A) or Di (Instr. 3,	spose	d of (D)	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	05/17/2010		M	1,000	A	\$ 0.75	17,190	D	
Common Stock	05/17/2010		S	1,000	D	\$ 6.45 (1)	16,190	D	
Common Stock	05/18/2010		M	1,000	A	\$ 0.75	17,190	D	
Common Stock	05/18/2010		S	1,000	D	\$ 6.4953 (2)	16,190	D	
Common Stock	05/18/2010		M	1,000	A	\$ 0.75	17,190	D	

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Common Stock	05/18/2010	S	1,000	D	\$ 6.4953 (2)	16,190	D
Common Stock	05/18/2010	M	4,000	A	\$ 0.75	20,190	D
Common Stock	05/18/2010	S	4,000	D	\$ 6.4953 (2)	16,190	D

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

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SEC 1474 (9-02)

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. Transacti Code (Instr. 8)	e Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 0.75	05/17/2010		M		1,000	(3)	12/02/2012	Common Stock	1,000
Incentive Stock Option (right to buy)	\$ 0.75	05/18/2010		M		1,000	(3)	12/02/2012	Common Stock	1,000
Incentive Stock Option (right to buy)	\$ 0.75	05/18/2010		M		1,000	(3)	12/02/2012	Common Stock	1,000
Incentive Stock	\$ 0.75	05/18/2010		M		4,000	<u>(3)</u>	12/02/2012	Common Stock	4,000

Option (right to buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Raanes Chris

1310 CHESAPEAKE TERRACE SVP COO SUNNYVALE, CA 94089

Signatures

By: Lori Serrano For: Chris A. Raanes 05/18/2010

**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).
- (1) These shares were sold pursuant to a 10b5-1 plan at \$6.45 per share.
- A total of 6,000 shares were sold pursuant to a 10b5-1 Plan, at an average sale price of \$6.495333 per share. The actual sale price for the shares was: 800 shares at \$6.53; 800 shares at \$6.54; 600 shares at \$6.47; 200 shares at \$6.46; 600 shares at \$6.50; 1,100 shares at \$6.49; 1,000 shares at \$6.45; 700 shares at \$6.51; and 200 shares at \$6.48.
- 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.

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.

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