Raanes Chris
Form 4
March 02, 2011

FORM 4

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

STATEMENT OF CHANGES IN 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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Raanes Chris

(Last) (First) (Middle)

1310 CHESAPEAKE TERRACE

(Street)

SUNNYVALE, CA 94089

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
ACCURAY INC [ARAY]

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SVP COO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/01/2011		M		4,000	A	$ 0.75	62,572	D	
Common Stock	03/01/2011		S		4,000	D	$ 9.7851 (1)	58,572	D	
Common Stock	03/01/2011		M		1,000	A	$ 0.75	59,572	D	
Common Stock	03/01/2011		S		1,000	D	$ 9.8003 (2)	58,572	D	
	03/01/2011		M		1,000	A	$ 0.75	59,572	D	

Common Stock								
Common Stock	03/01/2011		S	1,000	D	$ 9.805 (3)	58,572	D
Common Stock	03/01/2011		M	1,000	A	$ 0.75	59,572	D
Common Stock	03/01/2011		S	1,000	D	$ 9.808 (4)	58,572	D
Common Stock	03/01/2011		M	1,000	A	$ 0.75	59,572	D
Common Stock	03/01/2011		S	1,000	D	$ 9.805 (5)	58,572	D
Common Stock	03/01/2011		M	1,000	A	$ 0.75	59,572	D
Common Stock	03/01/2011		S	1,000	D	$ 9.8097 (6)	58,572	D

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

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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. Transaction Code (Instr. 8)		5. Number of 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 Amount of Underlying Securities (Instr. 3 and 4)		8. De Se (In
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Incentive Stock Option (right to buy)	$ 0.75	03/01/2011		M			4,000	(7)	12/02/2012	Common Stock	4,000	
Incentive Stock	$ 0.75	03/01/2011		M			1,000	(7)	12/02/2012	Common Stock	1,000	

Option (right to buy)									
Incentive Stock Option (right to buy)	$ 0.75	03/01/2011		M	1,000	(7)	12/02/2012	Common Stock	1,000
Incentive Stock Option (right to buy)	$ 0.75	03/01/2011		M	1,000	(7)	12/02/2012	Common Stock	1,000
Incentive Stock Option (right to buy)	$ 0.75	03/01/2011		M	1,000	(7)	12/02/2012	Common Stock	1,000
Incentive Stock Option (right to buy)	$ 0.75	03/01/2011		M	1,000	(7)	12/02/2012	Common Stock	1,000

Reporting Owners

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

Signatures

By: Michael Olivas For: Chris A. Raanes	03/02/2011
**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) A total of 4,000 shares were sold pursuant to a 10b-5-1 Plan at an average sale price of $9.785075 per share. The actual sale price for the shares was: 1,900 shares at $9.80; 100 shares at $9.8025; 1,900 shares at $9.77; 100 shares at $9.7705.

(2) A total of 1,000 shares were sold pursuant to a 10b-5-1 Plan at an average sale price of $9.80025 per share. The actual sale price for the shares was: 900 shares at $9.80; 100 shares at $9.8025.

(3) A total of 1,000 shares were sold pursuant to a 10b-5-1 Plan at an average sale price of $9.80501 per share. The actual sale price for the shares was: 599 shares at $9.80; 301 shares at $9.81; 100 shares at $9.82.

(4) A total of 1,000 shares were sold pursuant to a 10b-5-1 Plan at an average sale price of $9.80804 per share. The actual sale price for the shares was: 418 shares at $9.80; 360 shares at $9.81; 222 shares at $9.82.

(5) A total of 1,000 shares were sold pursuant to a 10b-5-1 Plan at an average sale price of $9.805 per share. The actual sale price for the shares was: 500 shares at $9.81; 500 shares at $9.80.

(6) A total of 1,000 shares were sold pursuant to a 10b-5-1 Plan at an average sale price of $9.80965 per share. The actual sale price for the shares was: 965 shares at $9.81; 35 shares at $9.80.

(7) 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 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.
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