## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

<b>STATEMENT</b>	<b>OF CHANGES</b>	IN BENEFICIAL	<b>OWNERSHIP</b>

OMB APPROVAL							
OMB Number: 3235-0							
Estimated average burden							
hours per response:	0.5						

	Check this box if no longer subject to
$\neg$	Section 16. Form 4 or Form 5
J	obligations may continue. See
	Instruction 1(h)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

										Symbol				heck all ap Dire	olicable) ctor	10%	Owner
(Last) (First) (Middle) 1315 CHESAPEAKE TERRACE				3. Date of Earliest Transaction (Month/Day/Year) 05/28/2010												r (specify v)	
				4. If	Ame	endment	, Date o	of Origina	l Filed	d (Month/Da	ay/Year	)		ne) X Forr Forr	n filed by One n filed by Mor	e Reporting Pe	rson
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Date				Execution Date,		Transaction Disposed Of (D) (Instr. 3, Code (Instr. 2)		A) or 3, 4 and	1 5) Secur Benef Owne	ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
								Code	v	Amount	(A) (D)	or	Price	Trans	action(s)		(111341. 4)
Stock			05/28/	/2010				A <sup>(1)</sup>		2,500		A	\$4.64	95	5,000	D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
ecurity or Exercise (Month/Day/Year) if any		n Date, Pay/Year) -	Transa Code ( 8)	ansaction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Expiration		Amoun or Numbe of		ount		derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)			
	CONVERSION OF EXERCISE Price of Derivative	VALE CA  (State)  (State)  (Table Security (Instr. 3)  Stock  Table Security (Instr. 3)  Stock  2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) (ESAPEAKE TERRACE  VALE CA 94089  (State) (Zip)  Table I - No Security (Instr. 3)  Stock  Table II -  Conversion or Exercise Price of Derivative (Month/Day/Year) Price of Derivative (Month/Day/Year)	(First) (Middle) (ESAPEAKE TERRACE  VALE CA 94089  (State) (Zip)  Table I - Non-Deriv Security (Instr. 3)  2. Transa Date (Month/D  Stock  Table II - Derivat (e.g., pt  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)	(First) (Middle)  (First) (Middle)  (ESAPEAKE TERRACE  VALE CA 94089  (State) (Zip)  Table I - Non-Derivative  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Table II - Derivative S (e.g., puts, c)  (e.g., puts, c)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	(First) (Middle)  (State) (Zip)  Table I - Non-Derivative Se  (Month/Day/Year)  Table II - Derivative Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Table II - Derivative Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  4. Transaction Code (Instr. 8)  (Month/Day/Year)	(First) (Middle) (State) (Zip)  Table I - Non-Derivative Securities (Month/Day/Year)  Stock  Table II - Derivative Securities (e.g., puts, calls, warre Month/Day/Year)  2. Transaction Date (e.g., puts, calls, warre Month/Day/Year)  3. Date of Earlie 05/28/2010  4. If Amendment Execution if any (Month/D and Execution if any (Month/D and Execution Date (e.g., puts, calls, warre Month/Day/Year)  2. Conversion or Exercise Price of Derivative Security  Security  3. Transaction Date (e.g., puts, calls, warre Month/Day/Year)  3. Transaction Date (month/Day/Year)  3. Transaction Date (month/Day/Year)  3. Transaction Date (month/Day/Year)  4. Transaction Code (Instr. 8)  5. No of (Derivative Security (Instr. 8)	(First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities Accurity (Instr. 3)  Stock  Table II - Derivative Securities Acquester (Month/Day/Year)  Table II - Derivative Securities Acquester (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	ACCURAY INC [ ARA  (First) (Middle)  (ESAPEAKE TERRACE  VALE CA 94089  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Date (e.g., puts, calls, warrants, option of Exercise Price of Derivative Security  2. Transaction Date (e.g., puts, calls, warrants, option)  Table II - Derivative Securities Acquired, Date (e.g., puts, calls, warrants, option)  3. Transaction Date (e.g., puts, calls, warrants, option)  4. If Amendment, Date of Origina (a.g., fary)  2. Transaction Date (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. If Amendment, Date of Origina (a.g., fary)  3. Transaction Date (fary)  4. If Amendment, Date of Origina (a.g., fary)  4. Transaction Date (fary)  5. Number of Code (instr. 8)  6. Date Expirative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Code (Instr. 3, 4 and 5)	(First) (Middle)  (ESAPEAKE TERRACE  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (D) (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (D) (Month/Day/Year)  2. Transaction Date (Ronth/Day/Year)  (Month/Day/Year)  2. Transaction Date (Ronth/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Date  (Month/Day/Year)  ACCURAY INC [ARAY]  3. Deemed Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Date  Date  Date	ACCURAY INC [ ARAY ]  (First) (Middle)  (ESAPEAKE TERRACE  VALE CA 94089  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of Date (Month/Day/Year)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Date (Month/Day/Year)  Stock  D5/28/2010  Table II - Derivative Securities Acquired, Disposed of Amount Code (Instr. 8)  Code V Amount  Amount Ceg., puts, calls, warrants, options, convertibe Security  Security  ACCURAY INC [ ARAY ]  3. Date of Earliest Transaction (Month/Day/Year) Disposed of Original Filed (Month/Day/Year)  A Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Code (Instr. 8)  ACCURAY INC [ ARAY ]  3. Date of Earliest Transaction (Month/Day/Year)  Security  A Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Code (Instr. 8)  ACCURAY INC [ ARAY ]  3. Date of Earliest Transaction (Month/Day/Year)  A Securities Acquired (Porivative Securities Acquired (A) or Disposed of (Nonth/Day/Year)  A Date Expiration  Date (Month/Day/Year)  A Date Expiration	(First) (Middle)  (Saperal Esapeake Terrace  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Esecurity (Instr. 3)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Esecurity (Instr. 3)  (Nonth/Day/Year) (Month/Day/Year)  (Code v Amount (A) (Disposed of, or Be (e.g., puts, calls, warrants, options, convertible Security (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year)	(First) (Middle)  (ESAPEAKE TERRACE  VALE CA 94089  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Benefice (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Execution Date, If any (Month/Day/Year)  Stock  05/28/2010  Table II - Derivative Securities Acquired, Disposed of, or Benefice (e.g., puts, calls, warrants, options, convertible securities (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)  2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities Price of Derivative Securities (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. 8)  Code V Amount (A) or Disposed of, or Benefice.  (e.g., puts, calls, warrants, options, convertible securities Acquired (A) or Disposed (Month/Day/Year)  (Month/Day/Year)  3. Transaction Code (Instr. 8)  Code V Amount (A) or Disposed of (D) (Instr. 3)  (Month/Day/Year)  Amount of Month/Day/Year)  (Month/Day/Year)  Amount of Month/Day/Year)  (A) or Disposed of (D) (Instr. 3)  (Month/Day/Year)  Amount of Month/Day/Year)  (Month/Day/Year)  Amount of Month/Day/Year)  (Month/Day/Year)  Date Execution Date Execution Date (Month/Day/Year)  (Month/Day/Year)  Amount of Month/Day/Year)  Amount of Month/Day/Year)	(First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Security (Instr. 3)  Z. Transaction (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Security (Month/Day/Year)  (Lift Amendment, Date of Original Filed (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Lift Amendment, Date of Original Filed (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (CCURAY INC [ARAY]  (A) or Disposed of, or Beneficial Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities)  (Execution Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (A) or Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities)  (Execution Date (Month/Day/Year) (M	ACCURAY INC [ ARAY ]  (Check all ap Direction (Month/Day/Year) (Check all ap Direction (Month/Day/Year) (Check all ap Direction (Month/Day/Year) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year) (Mo	Clear   Comparison   Comparis	ACCURAY INC [ ARAY ]  (Check all applicable) Director 10%  VALE CA 94089  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Security (Instr. 3)  2. Transaction (Month/Day/Year) Date (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction Code (Instr. 3)  3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible securities)  2. Date Expiration Date (Month/Day/Year)  (Month/Day/Year)  Amount or Derivative Securities Securities Securities Securities Securities Derivative Securities Secur

## Explanation of Responses:

1. The ESPP shares purchased in this transaction, although non-reportable, are being reported on a voluntary basis by the Company.

Derek Bertocci 06/02/2010

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.