FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

1. Name and Address of Reporting Person* <u>Dadone Theresa L</u>						2. Issuer Name and Ticker or Trading Symbol ACCURAY INC [ARAY]									elationship of the ck all applications of the character o	ner				
(Last) 1310 CH	Last) (First) (Middle) 1310 CHESAPEAKE TERRACE						3. Date of Earliest Transaction (Month/Day/Year) 08/31/2010									X Officer (give title X Other (specify below) SVP Human Resources / SVP Human Resources				
(Street) SUNNYVALE CA 94089 (City) (State) (Zip)					4. 1	4. If Amendment, Date of 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					
(Oity)	(0			n-Deriv	vativ	- Se	curities	. Δc	auired	Dier	nosed o	of or B	enef	icially						
Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transa Date (Month/D					saction	n ear)	2A. Deeme Execution if any (Month/Da	3. Transa Code (I	ction	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			() or	5. Amou Securitie Beneficia Owned F	nt of s ally following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) (D)	or F	Price	Transact	Reported Transaction(s) (Instr. 3 and 4)			Instr. 4)	
Common Stock 08/31/						2010			A ⁽¹⁾		10,00	0 A S		\$0	27,451		D			
Common Stock															1,000				οy Γrust ⁽²⁾	
		-	Table II -						uired, D , option						Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemee Execution I if any (Month/Day	Date,	4. Transa Code (8)		of		6. Date Exercisa Expiration Date (Month/Day/Yea			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisabl		kpiration ate	Title	or Nu of	mber ares						
Non- Qualified Stock Option (right to	\$6.58	08/31/2010			A		30,000		(3)	0	8/31/2020	Commo Stock	¹ 30	,000	\$0	30,000)	D		

Explanation of Responses:

- 1. 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 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.
- 2. The shares are held in the Carlsted Family Trust.
- 3. 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.

By: Michael Olivas For: Theresa L. Dadone

09/02/2010

** Signature of Reporting Person

Date

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

- * 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.