SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

1. Name and Address of Reporting Person* Tu Ted T.C.	2. Date of Ever Requiring State (Month/Day/Ye	ement	3. Issuer Name and Ticker or Trading Symbol <u>ACCURAY INC</u> [ARAY]					
(Last) (First) (Middle) 1310 CHESAPEAKE TERRACE	_ 02/08/2007		4. Relationship of Reporting Pers (Check all applicable) Director X Officer (give title	10% Owner Other (spec	r (Mon 02/0 sify	5. If Amendment, Date of Original Filed (Month/Day/Year) 02/07/2007		
(Street) SUNNYVALE CA 94089	_		below)	below)	Appli	Individual or Joint/Group Filing (Check plicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City) (State) (Zip)	Tabla I Na	n Deriver	tive Securities Beneficial					
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownershi Form: Direc	3. Ownership Form: Direct (D) or Indirect (I)		ture of Indirect Beneficial Ownership 5)	
Common Stock			2,166,229	I	I See footnote ⁽¹⁾			
			e Securities Beneficially ants, options, convertible		5)			
1. Title of Derivative Security (Instr. 4)	2. Date Exerc Expiration Da (Month/Day/Y	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Series A Preferred Stock	(5)	(6)	Common Stock	4,500,000	(2)	I	See footnote ⁽¹⁾	
Series B Preferred Stock	(5)	(6)	Common Stock	333,333	(3)	I	See footnote ⁽¹⁾	
Series C Preferred Stock	(5)	(6)	Common Stock	4,000,000	(4)	I	See footnote ⁽¹⁾	

1. President (BVI) International Investment Holdings Ltd., or PIIH, is a wholly-owned subsidiary of President International Development Corporation, or PIDC, which is a 61% owned subsidiary of Uni-President Enterprises Corp., or Uni-President, a Republic of China company publicly traded on the Taiwan Stock Exchange. Mr. Tu is the President of PIDC. Thirteen individuals who comprise the Board of Directors and supervisors of Uni-President may be deemed to share dispositive and voting power over the shares owned by PIIH. Mr. Tu disclaims beneficial ownership of such share

2. Each 1 share of Series A Preferred Stock converts into approximately 1.5188208 shares of Common Stock.

3. Each 1 share of Series B Preferred Stock converts into 7.5 shares of Common Stock.

4. Each 1 share of Series C Preferred Stock converts into 1 share of Common Stock.

5. Accuray's Preferred Stock may be converted into shares of Common Stock, at the applicable conversion ratio, at the election of such Preferred stockholder at any time. All shares of Accuray's Preferred Stock automatically convert into shares of Common Stock, at the applicable conversion ratio, at the Closing of Accuray's Initial Public Offering.

6. Not applicable.

/s/ Lori Rognstad by Power of 02/08/2007 Attorney

** 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 5 (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.