

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **September 12, 2024**

**ACCURAY INCORPORATED**

(Exact name of registrant as specified in charter)

**Delaware**

(State or other jurisdiction of incorporation)

**001-33301**

(Commission File Number)

**20-8370041**

(IRS Employer Identification No.)

**1240 Deming Way**

**Madison, Wisconsin**

(Address of Principal Executive Offices)

**53717-1954**

(Zip Code)

**Registrant's Telephone Number, Including Area Code: 608 824-2800**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	ARAY	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 1.01 Entry into a Material Definitive Agreement.**

On September 12, 2024, Accuray Incorporated (the “Company”) entered into the Fourth Amendment to Credit Agreement (the “Fourth Amendment”) in respect of its Credit Agreement (the “Existing Credit Agreement”); the Existing Credit Agreement as amended by the Fourth Amendment, the “Amended Credit Agreement”) among the Company, the financial institutions party thereto as lenders and issuing lenders, and Silicon Valley Bank as administrative agent, issuing lender, and swingline lender. The principal purpose of the Fourth Amendment is to provide for (i) changes in the Consolidated Fixed Charge Coverage Ratio and the Consolidated Senior Net Leverage Ratio for the first quarter of the Company’s 2025 fiscal year, (ii) the addition of a Minimum Liquidity covenant to the Amended Credit Agreement, and (iii) reducing the Available Revolving Commitments available under the Amended Credit Agreement to no more than \$20 million.

The foregoing description of the Fourth Amendment does not purport to be complete and is qualified in its entirety by the terms and conditions of the Fourth Amendment, a copy of which will be filed as an exhibit to the Company’s Quarterly Report on Form 10-Q for the quarter ending September 30, 2024.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

Exhibit No.	Description
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)



