

ACCURAY INC  
Form 4  
July 11, 2016

**FORM 4**

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

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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
LEVINE JOSHUA

(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)  
07/08/2016

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)

President & CEO

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/08/2016		A		52,911 (1) \$ 0	D	
Common Stock	07/08/2016		A		17,637 (2) \$ 0	D	
Common Stock	07/11/2016		F		20,842 D 5.3572 (3) \$ 1,429,664	D	
Common Stock	07/11/2016		F		6,948 D 5.3786 (4) \$ 1,422,716	D	

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

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(9-02)

**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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEVINE JOSHUA 1310 CHESAPEAKE TERRACE SUNNYVALE, CA 94089			President & CEO	

## Signatures

By: Kristen Howells For: Joshua H. Levine      07/11/2016

\_\_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) The number of market stock units (MSUs) that vested, and therefore the number of shares of Accuray's common stock issued upon vesting, represents 70.548% of the number of MSUs initially awarded October 31, 2013, with such percentage based on Accuray's annual relative total shareholder return compared to that of the Russell 2000 Index.
- (2) The number of market stock units (MSUs) that vested, and therefore the number of shares of Accuray's common stock issued upon vesting, represents 70.548% of the number of MSUs initially awarded March 31, 2014, with such percentage based on Accuray's annual relative total shareholder return compared to that of the Russell 2000 Index.
- (3) A total of 20,842 shares were sold pursuant to a 10b5-1 Plan, at an average sale price of \$5.3572 per share. The actual sale price for the shares was: 300 shares at \$5.41; 100 shares at \$5.42; 1,000 shares at \$5.40; 800 shares at \$5.39; 3,900 shares at \$5.38; 5,000 shares at \$5.37; 3,000 shares at \$5.36; 1,700 shares at \$5.35; 400 shares at \$5.34; 600 shares at \$5.33; 900 shares at \$5.32; 1,700 shares at \$5.31;

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600 shares at \$5.30; 742 shares at \$5.29; and 100 shares at \$5.28.

(4) A total of 6,948 shares were sold pursuant to a 10b5-1 Plan, at an average sale price of \$5.3786 per share. The actual sale price for the shares was: 100 shares at \$5.42; 200 shares at \$5.41; 1,100 shares at \$5.40; 700 shares at \$5.39; 1,600 shares at \$5.38; 2,100 shares at \$5.37; 900 shares at \$5.36; and 248 shares at \$5.35.

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