**ACCURAY INC** Form 4 July 11, 2016

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB 3235-0287

**OMB APPROVAL** 

Number: Expires:

January 31, 2005

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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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Ad LEVINE JOS	•	rting Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol ACCURAY INC [ARAY]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
1310 CHESAPEAKE TERRACE			(Month/Day/Year) 07/08/2016	Director 10% Owner Officer (give title Other (specibelow) below)  President & CEO			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
SUNNYVALE, CA 94089				Form filed by More than One Reporting Person			
	(0)	( <del>-1</del> 1)					

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	omr Dispos (Instr. 3, 4	ed of (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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/08/2016		Code V A	Amount 52,911 (1)	(D)	Price \$ 0	1,432,869	D	
Common Stock	07/08/2016		A	17,637 (2)	A	\$ 0	1,450,506	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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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9
Derivativ	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Titla			
						Exercisable	Date				
				Code V	(A) (D)						
				Code V	(A) (D)		*	Title	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).
- 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.
- 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.

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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.