UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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): February 8, 2012

ACCURAY INCORPORATED

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-33301 (Commission File Number)

20-8370041

(IRS Employer Identification No.)

1310 Chesapeake Terrace Sunnyvale, California 94089

(Address of principal executive offices, including Zip Code)

Registrant's telephone number, including area code: (408) 716-4600

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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o 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))

Item 2.02. Results of Operations and Financial Condition.

On February 8, 2012, Accuray Incorporated (the "Company") issued a press release announcing its financial results for the quarter ended December 31, 2011. A copy of the Company's press release dated February 8, 2012, titled "Accuray Announces Results for Second Quarter Fiscal 2012" is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The foregoing information (including the exhibit hereto) is being furnished under "Item 2.02 Results of Operations and Financial Condition" and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Number Description

99.1 Press Release dated February 8, 2012, titled "Accuray Announces Results for Second Quarter Fiscal 2012"

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	ACC	URAY INCORPORATED
Dated: Februa	ruary 8, 2012 By:	/s/ Darren J. Milliken Darren J. Milliken Senior Vice President, General Counsel & Corporate Secretary
	3	Corporate Sceretary
Number	EXHIBIT IND	EX
99.1	Press Release dated February 8, 2012, titled "Accuray Announces Resu	Its for Second Quarter Fiscal 2012"

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Final



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Accuray Announces Results for Second Quarter Fiscal 2012

Achieves Solid Revenue, Positive Service Margins and Positive Cash Flow

Integration Performance Metrics Ahead of Plan; Remains on Track for Return to Profitability

SUNNYVALE, Calif., February 8, 2012 — Accuray Incorporated (Nasdaq: ARAY), the premier radiation oncology company, announced today financial results for the second quarter of fiscal 2012 that ended December 31, 2011. The fiscal 2012 financial data presented below reflects the consolidation of both Accuray and TomoTherapy, a company that was acquired by Accuray in June 2011. Non-GAAP results are provided to enhance understanding of Accuray's ongoing core results of operations.

Highlights from the second quarter of fiscal 2012 included solid revenue, positive service margins and effective management of operating expenses. Accuray continued to successfully execute its integration plans from its acquisition of TomoTherapy and reported integration performance metrics that met or exceeded the company's stated goals. The company was cash-flow positive during the quarter and remains on track to return to profitability on a non-GAAP basis by the end of fiscal year 2013 as forecasted.

"We are pleased to achieve another quarter of solid revenue as our integration of TomoTherapy continues to progress well and our global installed base continues to expand," said Euan S. Thomson, Ph.D., president and chief executive officer of Accuray. "We continue to capture competitive vault space, and as our installed base grows, so does our recurring service revenue. We remain ahead of plan with our TomoTherapy System reliability improvements and have made significant progress on improving service gross margins. Overall, we're pleased to report that we remain on track to return to profitability on a non-GAAP basis as scheduled by the end of fiscal year 2013."

For the second quarter of fiscal 2012, Accuray reported total consolidated GAAP revenue of \$106.4 million and non-GAAP total revenue of \$102.9 million. By comparison, for the quarter ended December 31, 2010, the sum of the revenue reported by Accuray and TomoTherapy as separate companies totaled \$116.3 million on a pro forma basis. The higher 2010 revenue was a result of historically

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high legacy TomoTherapy revenue for the quarter due to calendar year-end shipment and installation activity. Legacy TomoTherapy's fiscal year ended December 31. Non-GAAP revenue for the six-month period ended December 31, 2011 was \$198.6 million, which is slightly higher than the same period in the prior year.

The consolidated GAAP gross profit margin for the second quarter of fiscal 2012 was 48.6 percent for products and 21.2 percent for services. The consolidated non-GAAP gross profit margin for the second quarter of fiscal 2012 was 55.8 percent for products and 12.3 percent for services. Positive service gross margins were driven largely by continued increase in reliability and reduction of service costs for TomoTherapy Systems. Accuray significantly improved service gross margins and with its reported metrics, remains ahead of plan for achieving at least 10 percent service margins by the fourth quarter of fiscal year 2012 and at least 20 percent by the fourth quarter of fiscal year 2013 on a non-GAAP basis.

Consolidated GAAP net loss attributable to stockholders for the second quarter of fiscal 2012 was \$10.4 million, or \$0.15 per share. Non-GAAP net loss for the second quarter of fiscal 2012 was \$7.1 million or \$0.10 per share. By comparison, for the quarter ended December 31, 2010 the sum of the net losses reported by Accuray and TomoTherapy as separate companies totaled \$1.9 million on a pro forma basis.

Accuray continues to see a significant sales pipeline in all four of its regional business units for both its CyberKnife and TomoTherapy technologies. During the second quarter of fiscal 2012, \$70.3 million of net new system orders were added to backlog, resulting in a total system backlog of \$276.8 million as of December 31, 2011, an increase of 2.2 percent from the prior quarter.

During the second quarter of fiscal 2012, 25 units were shipped and 23 were installed, increasing the worldwide Accuray installed base to 616 systems.

Accuray's cash, cash equivalents and restricted cash totaled \$152.0 million as of December 31, 2011.

Outlook

The following statement, among others in this release, is forward-looking and actual results may differ materially. During fiscal year 2012, Accuray expects that revenue will be in the range of \$411 million to \$426 million (GAAP), or \$400 million to \$415 million (non-GAAP).

Additional Information

Additional information including slides of second quarter highlights which will be discussed during the conference call, is available in the Investor Relations section of the company's website at www.accuray.com.

Accuray will hold a conference call for financial analysts and investors on Wednesday, February 8, 2012 at 2:00 p.m. PST/5:00 p.m. EST. The conference call dial-in numbers are 1-800-706-7748 (USA) or 1-617-614-3473 (International), Conference ID: 85618699. A live webcast of the call will also be available from the Investor Relations section of the corporate website at www.accuray.com/investors. In addition, a recording of the call will be available by calling 1-888-286-8010 (USA) or 1-617-801-6888 (International), Conference ID: 85149521, beginning at 5:00 p.m. PST/8:00 p.m. EST on February 8, 2012 and will be available through February 16, 2012. A webcast replay will also be available from the Investor Relations section of the Company's website at www.accuray.com/investors from approximately 5:00 p.m. PST/8:00 p.m. EST today through Accuray's release of its results for the third quarter of fiscal 2012, ending March 31, 2012.

About Accuray

Accuray Incorporated (Nasdaq: ARAY), based in Sunnyvale, Calif., is the premier radiation oncology company that develops, manufactures and sells personalized, innovative treatment solutions that set the standard of care with the aim of helping patients live longer, better lives. The Company's leading-edge technologies — the CyberKnife and TomoTherapy Systems — are designed to deliver radiosurgery, stereotactic body radiation therapy, intensity modulated radiation therapy, image guided radiation therapy, and adaptive radiation therapy. To date, more than 200,000 patients worldwide have been treated using the Company's technologies and 616 systems have been installed in leading hospitals around the world. For more information, please visit www.accuray.com.

Safe Harbor Statement

Statements made in this press release that are not statements of historical fact are forward-looking statements and are subject to the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements in this press release relate, but are not limited, to the company's future profitability, continuing improvements in gross margins and expected achievement of specific targets for fiscal years 2012 and 2013, future demand for its products and services and revenue for fiscal 2012. Forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially from expectations, including but not limited to: the timeliness and success of the integration of TomoTherapy; the company's ability to convert backlog to revenue; the success of its worldwide sales and marketing efforts; the extent of market acceptance for the company's products and services; the company's ability to develop and bring to market new or enhanced products; continuing uncertainty in the global economic environment; and other risks detailed from time to time under the heading "Risk Factors" in the company's report on Form 10-K for fiscal year 2011 filed on September 19, 2011, and in reports on Form 10-Q for the first and second quarters of fiscal 2012.

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Forward-looking statements speak only as of the date the statements are made and are based on information available to the company at the time those statements are made and/or management's good faith belief as of that time with respect to future events. The company assumes no obligation to update forward-looking statements to reflect actual performance or results, changes in assumptions or changes in other factors affecting forward-looking information, except to the extent required by applicable securities laws. Accordingly, investors should not put undue reliance on any forward-looking statements.

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Accuray Incorporated Unaudited Condensed Consolidated Statements of Operations

(in thousands, except per share data)

	Three Months En	ded De	cember 31,		Six Months Endo	ed Dece	mber 31,
	 2011		2010		2011		2010
Net revenue:							
Products	\$ 63,802	\$	35,271	\$	119,976	\$	55,187
Services	42,097		18,846		85,498		36,580
Other	524		129		1,400		547
Total net revenue	106,423		54,246		206,874		92,314
Cost of revenue:							
Cost of products	32,800		13,256		71,173		20,753
Cost of services	33,177		11,380		70,526		23,180
Cost of other	203		144		504		678
Total cost of revenue	 66,180		24,780		142,203		44,611
Gross profit	40,243		29,466		64,671		47,703
Operating expenses:							
Selling and marketing	14,017		7,987		27,598		15,747
Research and development	19,874		9,313		40,439		17,360
General and administrative	13,663		8,481		28,632		17,040
Total operating expenses	47,554		25,781		96,669		50,147
Income (loss) from operations	(7,311)		3,685		(31,998)		(2,444)
Other income (expense), net	(4,513)		676		(7,371)		2,292
Income (loss) before provision for income taxes	(11,824)		4,361		(39,369)		(152)
Provision for income taxes	367		263		905		390
Net income (loss)	(12,191)		4,098		(40,274)		(542)
Noncontrolling interest	(1,804)		_		(3,377)		`
Net income (loss) attributable to stockholders	\$ (10,387)	\$	4,098	\$	(36,897)	\$	(542)
Net income (loss) per share:				_			
Basic	\$ (0.15)	\$	0.07	\$	(0.52)	\$	(0.01)
Diluted	\$ (0.15)	\$	0.07	\$	(0.52)	\$	(0.01)
Weighted average common shares used in computing net income							

(loss) per share				
Basic	70,698	59,282	70,481	58,975
Diluted	70,698	61,376	70,481	58,975

Cost of revenue, selling and marketing, research and development, and general and administrative expenses include stock-based compensation charges as follows:

Cost of revenue	\$ 437	\$ 181	\$ 995	\$ 644
Selling and marketing	\$ 151	\$ 113	\$ 380	\$ 357
Research and development	\$ 567	\$ 620	\$ 1,169	\$ 1,294
General and administrative	\$ 792	\$ 1,041	\$ 2,012	\$ 2,156

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Accuray Incorporated Condensed Consolidated Balance Sheets

(in thousands, except share amounts)

		ecember 31, 2011 unaudited)	 June 30, 2011
Assets	,	anauditeu)	
Current assets:			
Cash and cash equivalents	\$	148,467	\$ 95,906
Restricted cash		3,502	3,172
Accounts receivable, net of allowance for doubtful accounts of \$1,650 and \$324 at December 31, 2011 and			
June 30, 2011, respectively		73,928	61,853
Inventories		82,881	97,836
Prepaid expenses and other current assets		12,481	21,115
Deferred cost of revenue—current		6,893	5,840
Total current assets		328,152	285,722
Property and equipment, net		40,825	44,823
Goodwill		56,187	54,474
Intangible assets, net		57,865	66,039
Deferred cost of revenue—noncurrent		2,945	2,258
Other assets		6,062	2,468
Total assets	\$	492,036	\$ 455,784
Liabilities and equity		<u> </u>	 <u> </u>
Current liabilities:			
Accounts payable	\$	22,017	\$ 38,645
Accrued compensation		19,175	27,406
Other accrued liabilities		23,659	43,012
Customer advances		22,968	25,829
Deferred revenue—current		83,552	68,152
Total current liabilities		171,371	203,044
Long-term liabilities:			
Long-term other liabilities		5,744	6,321
Deferred revenue—noncurrent		5,997	6,092
Long-term debt		77,468	_
Total liabilities		260,580	215,457
Equity:			
Preferred stock, \$0.001 par value; authorized: 5,000,000 shares; no shares issued and outstanding		_	
Common stock, \$0.001 par value; authorized: 100,000,000 shares; issued: 73,145,513 and 72,199,837 shares at December 31, 2011 and June 30, 2011, respectively; outstanding: 71,005,545 and 70,059,819			
shares at December 31, 2011 and June 30, 2011, respectively		71	70
Additional paid-in capital		402,998	373,963
Accumulated other comprehensive income		2,494	127
Accumulated deficit		(181,282)	(144,385)
Total stockholders' equity		224,281	229,775
Noncontrolling interest		7,175	10,552
Total equity		231,456	 240,327
Total liabilities and equity	\$	492,036	\$ 455,784

Non-GAAP Financial Measures

This press release includes non-GAAP financial measures, as defined in Regulation G promulgated by the Securities and Exchange Commission, with respect to the three and six months ended December 31, 2011. "GAAP" refers to generally accepted accounting principles in the United States.

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Accuracy closed the acquisition of TomoTherapy on June 10, 2011 and TomoTherapy's operations since that date are included in Accuray's consolidated results of operations. Accounting for the impact of this acquisition has resulted in changes to the value of assets and liabilities from the amounts reflected by TomoTherapy prior to the acquisition and the creation of incremental assets and liabilities including intangible assets for developed technology and backlog, and unfavorable lease obligations. These changes have impacted revenues and expenses recorded in Accuray's consolidated statements of operations since the close of the acquisition. In addition, Accuray has incurred significant expenses as a result of the acquisition, some of which are one-time charges while others are expected to be incurred over fiscal 2012 for the integration of TomoTherapy.

To reflect the ongoing core results of operations of the Company, including adjusting for the impact of the acquisition of TomoTherapy, the Company has presented its operating results on an adjusted non- GAAP basis as well as in accordance with GAAP for the three and six months ended December 31, 2011. We use the following measures shown in the following tables, which are not calculated in accordance with GAAP. All adjustments to reconcile to GAAP relate to the acquisition of TomoTherapy except the adjustment to Other income (expense). The Company believes that the presentation of non-GAAP financial measures provides useful supplementary information to and facilitates additional analysis by investors. The Company uses these non-GAAP financial measures in connection with its own budgeting and financial planning, as well as evaluating management performance for compensation purposes. These non-GAAP financial measures are in addition to, not a substitute for, nor superior to, measures of financial performance prepared in conformity with GAAP.

For comparison purposes, we have also presented our proforma results for the three and six months ended December 31, 2010 based on the combined total of the financial results previously reported by Accuray and TomoTherapy as separate companies, excluding expenses related to the acquisition incurred during this period. Please refer to the proforma financial results tables starting on page 10 for additional details.

		Th	ree Months Ende	d De	cember 31,					9	Six Months Ended	l Dec	ember 31,	
	2011		2011		2011		2010		2011		2011		2011	2010
Revenue	GAAP	Adj	justments		Non- GAAP	Pro forma Combined Results			GAAP	Ad	justments		Non- GAAP	Pro forma Combined Results
Products	\$ 63,802	\$	135(A)	\$ 63,937		\$ 83,394		\$	119,976	\$	483(A)	\$	120,459	\$ 133,069
Services	42,097		(3,693)(B)		38,404	32,794			85,498	(8,761)(B)		(8,761)(B) 76,737		64,351
Other	524		_	524		129			1,400	_			1,400	547
Total	\$ 106,423	\$	(3,558)	\$ 102,865		\$ 116,317		\$	206,874	\$	(8,278)	\$	198,596	\$ 197,967

- (A) As of the close of the acquisition, TomoTherapy's deferred product revenue related to products shipped but not yet installed was written down to the fair value of goods and services remaining to be delivered. As a result, during the three and six months ended December 31, 2011, product revenue recorded by Accuray for the sale of TomoTherapy products was \$0.1 million and \$0.5 million lower than product revenue that would have been recorded by TomoTherapy if the acquisition had not occurred.
- (B) As of the close of the acquisition, TomoTherapy's deferred service revenue was written up to fair value. As a result, deferred service revenue recognized by Accuracy during the three and six months ended December 31, 2011 was \$3.7 million and \$8.8 million higher than the amount that would have been recognized by TomoTherapy if the acquisition had not occurred.

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		Th	ree Months Ended	Dec	ember 31,			Six Months Ended December 31,									
	2011		2011		2011		2010		2011		2011		2011		2010		
Cost of Revenue	GAAP	Ad	justments	Non- GAAP			ro forma combined Results		GAAP	A	djustments		Non- GAAP		ro forma Combined Results		
Products	\$ 32,800	\$	(4,549)(C)	\$	28,251	\$	36,445	\$	71,173	\$	(16,040)(C)	\$	55,133	\$	60,175		
Services	33,177		493(D)		33,670		35,397		70,526		(3,151)(D)		67,375		67,536		
Other	203		_		203		144		504		_		504		678		
Total	\$ 66,180	\$	(4,056)	\$	62,124	\$	\$ 71,986		142,203	\$	(19,191)	\$	123,012	\$	128,389		

- (C) Products cost of revenue included the following charges arising from the acquisition of TomoTherapy during the three and six months ended December 31, 2011, respectively: \$0.7 million and \$8.3 million due to the write up of finished goods and work-in-process inventory on hand at the time of the acquisition from cost basis to fair value, \$3.8 million and \$7.7 million for amortization of intangible assets created by the acquisition, and less than \$0.1 million and \$0.1 million due to employee severance and retention expenses.
- (D) Services cost of revenue included the following charges and reductions to expenses arising from the acquisition of TomoTherapy during the three and six months ended December 31, 2011: \$-0- and \$3.6 million charge due to the write up of service related inventory on hand at the time of the acquisition from cost basis to fair value, \$1.2 million and \$2.4 million reductions in expenses due to the roll out of fair value increases in warranty and loss contracts reserves for the periods of service consumed, \$0.1 million and \$0.2 million charges for property, plant and equipment revaluation, and \$0.6 million and \$1.8 million charges due to employee severance, integration and retention expenses.

		Thre	e Months End	ded December 31,						Six	Months Ended	ded December 31,		
	2011		2011		2011		2010		2011		2011		2011	2010
Gross Profit	 GAAP Adjustments				Non- GAAP		Pro forma Combined Results		GAAP	A	diustments		Non- GAAP	ro forma Combined Results
Products	\$ 31,002	\$	4,684	\$	35,686	\$	46,949	\$	48,803	\$	16,523	\$	65,326	\$ 72,894
Services	8,920		(4,186)		4,734		(2,603)		14,972		(5,610)		9,362	(3,185)
Other	321				321		(15)		896		_		896	(131)
Total	\$ 40,243	\$	498	\$	40,741	\$	44,331	\$	64,671	\$	10,913	\$	75,584	\$ 69,578

		Three Months End	led December 31,			Six Months Ende	d December 31,	
	2011	2011	2011	2010	2011	2011	2011	2010
Gross Profit Margin	GAAP	Adjustments	Non-	Pro forma	GAAP	Adjustments	Non-	Pro forma
			GAAP	Combined			GAAP	Combined

				Results				Results
Products	48.6%	7.2%	55.8%	56.3%	40.7%	13.5%	54.2%	54.8%
Services	21.2%	(8.9)%	12.3%	(7.9)%	17.5%	(5.3)%	12.2%	(4.9)%
Other	61.3%	0.0%	61.3%	(11.6)%	64.0%	0.0%	64.0%	(23.9)%
Total	37.8%	1.8%	39.6%	38.1%	31.3%	6.8%	38.1%	35.1%

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		Three	Months Ended	Dece	mber 31,				Six	Months Ended D)ecen	nber 31,		
	2011	2	011		2011		2010	2011		2011		2011		2010
Operating Expenses	GAAP	Adius	stments		Non- GAAP	Co	o forma ombined Results	GAAP	Adi	ustments		Non- GAAP	C	ro forma ombined Results
Selling and Marketing	\$ 14,017	\$	(46)(E)	\$	13,971	\$	15,685	\$ 27,598	\$	(1,770)(E)	\$	25,828	\$	30,700
Research and														
Development	19,874		(583)(F)		19,291		18,115	40,439		(884)(F)		39,555		34,390
General and														
Administrative	13,663		(1,226)(G)		12,437		14,835	28,632		(3,607)(G)		25,025		30,529
Total	\$ 47,554	\$	(1,855)	\$	45,699	\$	48,635	\$ 96,669	\$	(6,261)	\$	90,408	\$	95,619

- (E) For the three months ended December 31, 2011, \$0.1 million charge primarily due to employee severance, integration and retention expenses. For the six months ended December 31, 2011, \$1.2 million charge due to employee severance and retention expenses, and \$0.6 million due to preparation for integration of work forces and operations.
- (F) Includes \$0.6 million and \$0.9 million charges primarily due to employee severance, integration and retention expenses during the three and six months ended December 31, 2011.
- (G) For the three months ended December 31, 2011, \$0.5 million charge due to employee severance and retention expenses, \$0.2 million charge related to preparation for integration of work forces and operations, and \$0.5 million charge for property, plant and equipment revaluation. For the six months ended December 31, 2011, \$1.5 million charge due to employee severance and retention expenses, \$1.2 million charge related to preparation for integration of work forces and operations, and \$0.9 million charge for property, plant and equipment revaluation.

Net Income (Loss) Attributable to Stockholders

	Three Months Ended December 31,								Six Months Ended December 31,							
		2011		2011		2011		2010		2011		2011		2011		2010
		GAAP	P Adjustments			Non- GAAP		Pro forma Combined Results		GAAP	A	djustments		Non- GAAP		Pro forma Combined Results
Income (Loss) From	¢	(7.211)	ď	2.252(II)	d.	(4.050)	¢	(4.204)	ď	(21,000)	ď	17 174(II)	¢	(14.024)	ď	(20,041)
Operations	\$	(7,311)	\$	2,353(H)	\$		\$		\$	(31,998)	\$	17,174(H)	\$	(14,824)	\$	(26,041)
Other Income (Expense)		(4,513)		959(I)		(3,554)		586		(7,371)		1,598(I)		(5,773)		4,079
Provision For Income Taxes		367		_		367		392		905		_		905		566
Noncontrolling Interest		(1,804)				(1,804)		(2,226)		(3,377)	_			(3,377)		(4,068)
Net Income (Loss) Attributable to Stockholders	\$	(10,387)	\$	3,312	\$	(7,075)	\$	(1,884)	\$	(36,897)	\$	18,772	\$	(18,125)	\$	(18,460)
Net Income (Loss) Per Share - Basic and Diluted	\$	(0.15)	\$	0.05	\$	(0.10)	\$	(0.03)	\$	(0.52)	\$	0.26	\$	(0.26)	\$	(0.27)
Weighted Average Common Shares outstanding - Basic and Diluted	_	70,698			_	70,698	_	68,395 (J))	70,481				70,481		68,088 (J)

- (H) Represents impact of all adjustments (A) through (G) on Loss From Operations.
- (I) Represents non-cash interest expense arising from the accretion of interest expense on the long-term debt.
- (J) Represents weighted average common shares outstanding used to compute our basic and diluted net loss per share as disclosed in our Form 10Q for the three and six months ended December 31, 2010, adjusted to reflect the acquisition of TomoTherapy as if it occurred on July 1, 2010.

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Pro forma financial tables

Tables below represent our pro forma results for the three and six months ended December 31, 2010 based on the combined total of the financial results previously reported by Accuray and TomoTherapy as separate companies, excluding expenses related to the acquisition incurred during this period.

		Three Mo	onths E	Ended December	r 31, 2	2010	Six Months Ended December 31, 2010								
Revenue	A	ccuray		Tomo		Combined		Accuray		Tomo	Combined				
Products	\$	35,271	\$	48,123	\$	83,394	\$	55,187	\$	77,882	\$	133,069			
Services		18,846		13,948		32,794		36,580		27,771		64,351			
Other		129		_		129		547		_		547			
Total	\$	54,246	\$	62,071	\$	116,317	\$	92,314	\$	105,653	\$	197,967			
		Three M	onths E	Ended December	r 31, 2	2010		Six Mor	ths Ei	nded December	31, 20	10			
Cost of Revenue	Accuray Tomo				Combined		Accuray		Tomo	Combined					

	_		 	 _	 _	_	
Total	\$	24,780	\$ 47,206	\$ 71,986	\$ 44,611	\$ 83,778	\$ 128,389
Other		144	<u> </u>	144	678	<u> </u>	678
Services		11,380	24,017	35,397	23,180	44,356	67,536
Products	\$	13,256	\$ 23,189	\$ 36,445	\$ 20,753	\$ 39,422	\$ 60,175

		Three Mo	onths	Ended December	¹ 31, ː	2010	Six Months Ended December 31, 2010							
Gross Profit	I	Accuray	ccuray Tomo			Combined		Accuray	Tomo			Combined		
Products	\$	22,015	\$	24,934	\$	46,949	\$	34,434	\$	38,460	\$	72,894		
Services		7,466		(10,069)		(2,603)		13,400		(16,585)		(3,185)		
Other		(15)		_		(15)		(131)		_		(131)		
Total	\$	29,466	\$	14,865	\$	44,331	\$	47,703	\$	21,875	\$	69,578		

	Three Month	s Ended December 31,	2010	Six Months Ended December 31, 2010								
Gross Profit Margin	Accuray	Tomo	Combined	Accuray	Tomo	Combined						
Products	62.4%	51.8%	56.3%	62.4%	49.4%	54.8%						
Services	39.6%	(72.2)%	(7.9)%	36.6%	(59.7)%	(4.9)%						
Other	(11.6)%	_	(11.6)%	(23.9)%	_	(23.9)%						
Total	54.3%	23.9%	38.1%	51.7%	20.7%	35.1%						

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	Three Months Ended December 31, 2010									Six Months Ended December 31, 2010									
Operating Expenses	Α	ccuray		Tomo	Ad	ustments	C	Combined		Accuray		Tomo		Adjustments	3	Co	mbined		
Selling and Marketing	\$	7,987	\$	7,698		_	\$	15,685	\$	15,747	\$	14,953	3		_	\$	30,700		
Research and																			
Development		9,313		8,802		_		18,115		17,360		17,030)		_		34,390		
General and																			
Administrative		8,481		6,759		(405)		14,835		17,040		13,894	Ļ	(40)5)		30,529		
Total	\$	25,781	\$	23,259	\$	(405)	\$	48,635	\$	50,147	\$	45,877	\$	(40)5)	\$	95,619		
				 -		<u> </u>		 -	_	· · ·	_						· · · · · · · · · · · · · · · · · · ·		
Net Income (Loss) Attributable to	Net Income (Loss) Attributable to Three Months Ended December 31, 2010 Six Months Ended December 31, 2010																		
Stockholders		Accui	ray	Tomo	1	Adjustments		Combined	_	Accuray		Tomo	Adj	ustments		Comb	ined		
Income (Loss) From Operations		\$	3,685	\$ (8,394)	\$	405	\$	(4,304)) \$	5 (2,444)	\$	(24,002)	\$	405	\$		(26,041)		
Other Income (expense)			676	(90)		_		586		2,292		1,787		_			4,079		
Provision For Income Taxes			263	129		_		392		390		176		_			566		
Noncontrolling Interest				(2,226)				(2,226))			(4,068)					(4,068)		
Net Income (Loss) Attributable to		_									_		_		_				
Stockholders		\$	4,098	\$ (6,387)	\$	405	\$	(1,884)	9	(542)	\$	(18,323)	\$	405	\$		(18,460 ₎		
Net Income (Loss) Per Share - Basic and																			
Diluted		\$	0.07	\$ (0.12)			\$	(0.03)) §	(0.01)	\$	(0.35)			\$		(0.27)		
Weighted Average Common Shares																			
outstanding - Basic			59,282	52,909				68,395((A)	58,975		52,421					68,088(A)		
Weighted Average Common Shares outstanding - Diluted			61,376	52,909			_	68,395	(A)	58,975	_	52,421			_		68,088(A)		

⁽A) Represents weighted average common shares outstanding used to compute our basic and diluted net loss per share as disclosed in our Form 10Q for the three and six months ended December 31, 2010, adjusted to reflect the acquisition of TomoTherapy as if it occurred on July 1, 2010.