

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

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|--|---|--|---|
| 1. Name and Address of Reporting Person* <u>Milliken Darren J.</u> (Last) (First) (Middle) <u>1310 CHESAPEAKE TERRACE</u> (Street) <u>SUNNYVALE CA 94089</u> (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) <u>05/18/2009</u> | 3. Issuer Name and Ticker or Trading Symbol <u>ACCURAY INC [ARAY]</u> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP, Gen Counsel & Corp Sec.</u> | 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person |
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Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| <u>Common Stock</u> | <u>11,750⁽¹⁾</u> | <u>D</u> | |

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-------------------|---|----------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| <u>Incentive Stock Option (right to buy)</u> | <u>(2)</u> | <u>05/18/2014</u> | <u>Common Stock</u> | <u>76,000</u> | <u>1.75</u> | <u>D</u> | |
| <u>Non-Qualified Stock Option (right to buy)</u> | <u>(3)</u> | <u>10/31/2018</u> | <u>Common Stock</u> | <u>15,000</u> | <u>6.32</u> | <u>D</u> | |
| <u>Non-Qualified Stock Option (right to buy)</u> | <u>(3)</u> | <u>01/31/2017</u> | <u>Common Stock</u> | <u>11,225</u> | <u>9.52</u> | <u>D</u> | |
| <u>Non-Qualified Stock Option (right to buy)</u> | <u>(3)</u> | <u>12/31/2017</u> | <u>Common Stock</u> | <u>1,275</u> | <u>15.22</u> | <u>D</u> | |

Explanation of Responses:

1. Subject to continued service as an Employee through the applicable vesting date, 3,000 RSUs shall vest as follows: twenty-five percent (25%) a year on the anniversary of the grant date over a four year period. The remaining 8,750 shares will vest as follows: (ii) twenty percent (20%) of the RSUs shall vest on the second anniversary of the Grant Date; (iii) thirty percent (30%) of the RSUs shall vest on the third anniversary of the Grant Date; and (iv) forty percent (40%) of the RSUs shall vest on the fourth anniversary of the Grant Date.
2. The options are exercisable as they vest. A total of 25% of the entire number of shares subject to this stock option becomes vested and fully exercisable on the first anniversary of the vesting commencement date and the remaining shares subject to this stock option vest and become exercisable in equal monthly installments, ratably over the following 36 months.
3. These options are exercisable as they vest. The shares subject to this stock option become vested and fully exercisable in equal monthly installments, ratably over a period of 48-months.

Darren J. Milliken

05/22/2009

** 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.