

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

1. Name and Address of Reporting Person* <u>Adler John</u>	2. Date of Event Requiring Statement (Month/Day/Year) 02/07/2007	3. Issuer Name and Ticker or Trading Symbol <u>ACCURAY INC [ARAY]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director Officer (give title below)	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
(Last) (First) (Middle) 1310 CHESAPEAKE TERRACE		10% Owner Other (specify below)	
(Street) SUNNYVALE CA 94089			
(City) (State) (Zip)			

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)
Common Stock	838,104	I	Adler Family Revocable Trust ⁽¹⁾
Common Stock	23,333	I	Brittany Adler Irrevocable Trust ⁽²⁾
Common Stock	60,000	I	John R. Adler Jr. Grantor Retained Annuity Trust ⁽³⁾
Common Stock	60,000	I	Marilyn B. Adler Grantor Retained Annuity Trust ⁽⁴⁾
Common Stock	23,333	I	John R. Adler III Irrevocable Trust ⁽⁵⁾

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			
Non-Qualified Stock Option (right to buy)	(6)	10/01/2009	Common Stock	959,834	0.75	D	
Non-Qualified Stock Option (right to buy)	(7)	04/11/2010	Common Stock	200	0.75	D	
Non-Qualified Stock Option (right to buy)	(7)	12/02/2012	Common Stock	200	0.75	D	
Non-Qualified Stock Option (right to buy)	(6)	03/16/2014	Common Stock	100,000	1.4	D	

Explanation of Responses:

- Shares held indirectly by John R. Adler, Jr. and Marilyn B. Adler, as Trustees or their Successors in interest under the terms of the Adler Family Revocable Trust, dated November 29, 2000.
- Shares held indirectly by John R. Adler Jr., as Trustee for the Brittany Adler Irrevocable Trust, dated 10/30/2000.
- Shares held indirectly by John R. Adler Jr., as Trustee of the John R. Adler, Jr. Grantor Retained Annuity Trust, dated January 21, 2007.
- Shares held indirectly by Marilyn B. Adler, John R. Adler's wife, as Trustee of the Marilyn B. Adler Grantor Retained Annuity Trust, dated January 21, 2007.
- Shares held indirectly by John R. Adler Jr., as Trustee for the John R. Adler III Irrevocable Trust, dated 10/30/2000.
- These 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.
- These options were fully vested on the date of grant and are fully exercisable.

/s/ Lori Rognstad by Power of Attorney 02/07/2007

** 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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby authorizes Robert McNamara and Lori Rognstad of Accuray Incorporated (the "**Company**"), and each of them individually to execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of the Company, Forms 3, 4 and 5, and any amendments thereto, and cause such form(s) to be filed with the U.S. Securities and Exchange Commission (the "**SEC**") pursuant to Section 16(a) of the Securities Act of 1934, relating to the undersigned's beneficial ownership of securities in the Company. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of, and transactions in, securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has cause this Power of Attorney to be executed as of this 10 day of January, 2007.

/s/ John R. Adler Jr.

Signature

John R. Adler Jr.

Print Name:
