Grey Holly Form 3/A September 15, 2009

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement ACCURAY INC [aray] Grey Holly (Month/Day/Year) 09/11/2008 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 1315 CHESAPEAKE TERRACE 09/15/2008 (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) Director 10% Owner \_X\_ Form filed by One Reporting \_X\_\_ Officer \_Other (give title below) (specify below) SUNNYVALE, CAÂ 94089 Form filed by More than One **SVP** Finance Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â 6,000 (1) common Â D  $1,000^{(2)}$ common Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

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

currently valid OMB control number.

1. Title of Derivative Security	2. Date Exercisable and Expiration Date	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial
(Instr. 4)	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)
			Derivative	Security:	

### Edgar Filing: Grey Holly - Form 3/A

Date Exercisable Expiration Date Title Amount or Security Number of Shares Unique (I) Or Indirect (I) Or Indi

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Grey Holly
1315 CHESAPEAKE TERRACE Â Â Â SVP Finance Â
SUNNYVALE, CAÂ 94089

## **Signatures**

Lori Serrano on behalf of Holly Grey 09/15/2009

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).
- The restricted stock units (RSUs) are released as they vest. A total of 25% of the entire number of shares subject to this RSU grant (1) become vested and are released on the first anniversary of the vesting commencement date and the remaining shares subject to this RSU vest and are released at a rate of 25% a year on each anniversary on the vesting commencement date over the remaining three years.
- (2) These shares were omitted from the reporting person's original Form 3 and were also omitted from one Form 5 filed by the reporting person after her original Form 3 was filed.
- 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 (3) 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.
- (4) The original Form 3 filed indicated an expiration date of 04/30/2017 when it should have indicated an expiration date of 04/30/2018.

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.

Reporting Owners 2