



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

February 1, 2019

Scott Drake  
President & Chief Executive Officer  
ViewRay, Inc.  
2 Thermo Fisher Way  
Oakwood Village, OH 44146

**Re: ViewRay, Inc.**  
**Registration Statement on Form S-3**  
**Filed January 7, 2019**  
**File No. 333-229145**

Dear Mr. Drake:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Thomas Jones at 202-551-3602 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Electronics and Machinery

cc: Robert McCormack