SEC Form 4

 \square

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burder hours per response: 0.5

1. Name and Addres	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol AKAMAI TECHNOLOGIES INC [AKAM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
Hughes Robe	<u>rt W</u>				Director	10% Owner						
			-	x	Officer (give title	Other (specify						
(Last)	(First)	(Middle) 3. Date of Earliest	3. Date of Earliest Transaction (Month/Day/Year)] ^	below)	below)						
. ,	· · /	()	03/19/2012		EVP Global Sales, Svcs & Mktg							
C/O AKAMAI T	ECHNOLO	JIES, INC.										
8 CAMBRIDGE	CENTER											
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicat								
(Street)				Line)								
CAMBRIDGE	МА	02142			Form filed by One Re	porting Person						
		02172			Form filed by More the Person	an One Reporting						
(City)	(State)	(Zip)										

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, par value \$.01 per share	03/19/2012		М		22,000	A	\$14.46	39,529	D	
Common Stock, par value \$.01 per share	03/19/2012		S ⁽¹⁾		22,000	D	\$37.07(3)	17,529	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$14.46	03/19/2012		М			22,000	(2)	07/21/2015	Common Stock	22,000	\$14.46	13,500	D	

Explanation of Responses:

1. Sale was made pursuant to a Rule 10b5-1 Plan adopted by Mr. Hughes on February 15, 2012.

2. Option vested in full on July 21, 2009.

3. Average sale price per share.

/s/ Robert W. Hughes

** Signature of Reporting Person

03/19/2012 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 4 (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.