

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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>Hughes Robert W</u> (Last) (First) (Middle) <u>C/O AKAMAI TECHNOLOGIES, INC.</u> <u>8 CAMBRIDGE CENTER</u> (Street) <u>CAMBRIDGE MA 02142</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AKAMAI TECHNOLOGIES INC [AKAM]</u>	5. 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>EVP - Gbl Sales, Svcs & Mktg</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/15/2006</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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 Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.01 per share	02/15/2006		M		3,750	A	\$0.89	18,603	D	
Common Stock, par value \$.01 per share	02/15/2006		M		15,000	A	\$1.65	33,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		1,000	D	\$25.086	32,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		1,000	D	\$25	31,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		1,000	D	\$24.997	30,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		1,000	D	\$24.994	29,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		1,000	D	\$24.99	28,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		1,000	D	\$24,943	27,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		2,000	D	\$24.941	25,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		5,000	D	\$24.94	20,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		1,000	D	\$24.939	19,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		1,000	D	\$24.937	18,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		1,000	D	\$24.936	17,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		1,000	D	\$24.931	16,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		1,000	D	\$24.925	15,603	D	
Common Stock, par value \$.01 per share	02/15/2006		S ⁽¹⁾		750	D	\$24.911	14,853	D	
Common Stock, par value \$.01 per share	02/16/2006		M		10,000	A	\$1.65	24,853	D	
Common Stock, par value \$.01 per share	02/16/2006		M		5,000	A	\$4.92	29,853	D	
Common Stock, par value \$.01 per share	02/16/2006		S ⁽¹⁾		1,000	D	\$26.45	28,853	D	
Common Stock, par value \$.01 per share	02/16/2006		S ⁽¹⁾		1,000	D	\$26.437	27,853	D	
Common Stock, par value \$.01 per share	02/16/2006		S ⁽¹⁾		1,000	D	\$26.411	26,853	D	
Common Stock, par value \$.01 per share	02/16/2006		S ⁽¹⁾		2,000	D	\$26.41	24,853	D	
Common Stock, par value \$.01 per share	02/16/2006		S ⁽¹⁾		1,000	D	\$26.406	23,853	D	
Common Stock, par value \$.01 per share	02/16/2006		S ⁽¹⁾		2,000	D	\$26.39	21,853	D	
Common Stock, par value \$.01 per share	02/16/2006		S ⁽¹⁾		1,000	D	\$26.388	20,853	D	
Common Stock, par value \$.01 per share	02/16/2006		S ⁽¹⁾		1,000	D	\$26.355	19,853	D	
Common Stock, par value \$.01 per share	02/16/2006		S ⁽¹⁾		1,000	D	\$26.351	18,853	D	
Common Stock, par value \$.01 per share	02/16/2006		S ⁽¹⁾		4,000	D	\$26.35	14,853	D	

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
Stock option (right to buy)	\$0.89	02/15/2006		M	(D) 3,750	(2) 08/12/2012	Common Stock 3,750	\$0.89	1,875	D	
Stock option (right to buy)	\$1.65	02/15/2006		M	(A) 15,000	(3) 12/18/2012	Common Stock 15,000	\$1.65	10,000	D	
Stock Option (right to buy)	\$1.65	02/16/2006		M	10,000	(3) 12/18/2012	Common Stock 10,000	\$1.65	0	D	
Stock Option (right to buy)	\$4.92	02/16/2006		M	5,000	(4) 07/20/2013	Common Stock 5,000	\$4.92	45,000	D	
Restricted Stock Unit	\$0	02/15/2006		A	12,500	(5) (6)	Common Stock 12,500	\$0	12,500	D	
Restricted Stock Unit	\$0	02/15/2006		A	37,500	(7) (6)	Common Stock 37,500	\$0	37,500	D	
Stock Option (right to buy)	\$25.77	02/15/2006		A	100,000	(8) 02/14/2016	Common Stock 100,000	\$25.77	100,000	D	

Explanation of Responses:

- Sales was made pursuant to a Rule 10b5-1 Plan adopted by Mr. Hughes on February 10, 2006.
- Options vest in equal installments quarterly from August 13, 2004 through August 13, 2006.
- Options vested in full on December 12, 2005.
- Option vests as follows: 25% on January 21, 2005, and the remaining 75% vests in equal installments of 6.25% each quarter thereafter.
- Each Restricted Stock Unit ("RSU") represents the right to receive one share of Akamai common stock. RSUs vest in 33% installments on the first business day of each of 2007, 2008 and 2009.
- Not applicable.
- Each RSU represents the right to receive one share of Akamai common stock. Vesting of such RSUs is dependent on Akamai's achievement of cumulative revenue and earnings per share targets for fiscal years 2006, 2007 and 2008.
- Option vests as follows: 25% on February 15, 2007, and the remaining 75% vests in equal installments of 6.25% each quarter thereafter.

/s/ Robert W. Hughes

02/16/2006

** 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 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.

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