
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**SCHEDULE 14A
(Rule 14a-101)
INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION**

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

AKAMAI TECHNOLOGIES, INC.

(Name of Registrant as Specified in its Charter)

Not applicable.

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

No fee required.

Fee paid previously with preliminary materials.

Fee computed on table in exhibit required by Item 25 (b) per Exchange Act Rules 14a-6 (i) (1) and D-11.



Online

Go to www.envisionreports.com/AKAM or scan the QR code – login details are located in the shaded bar below.



Phone

Call toll free 1-800-652-VOTE (8683) within the US, US territories and Canada

Stockholder Meeting Notice

Important Notice Regarding the Availability of Proxy Materials for the Akamai Technologies, Inc. Annual Meeting of Stockholders to be Held on May 10, 2024

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the annual meeting of stockholders are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the annual meeting are on the reverse side. Your vote is important!

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet and is not a form for voting. We encourage you to access and review all of the important information contained in the proxy materials before voting. The 2023 Annual Report and 2024 Proxy Statement are available at:

www.envisionreports.com/AKAM



Easy Online Access – View your proxy materials and vote.

- Step 1:** Go to www.envisionreports.com/AKAM
- Step 2:** Click on **Cast Your Vote or Request Materials**.
- Step 3:** Follow the instructions on the screen to log in.
- Step 4:** Make your selections as instructed on each screen for your delivery preferences.
- Step 5:** Vote your shares.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.



Obtaining a Copy of the Proxy Materials – If you want to receive a copy of the proxy materials, you must request one. There is no charge to you for requesting a copy. Please make your request as instructed on the reverse side of this notice on or before April 30, 2024 to facilitate timely delivery.



2 N O T



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Stockholder Meeting Notice

The 2024 Annual Meeting of Stockholders of Akamai Technologies, Inc. will be held on Friday, May 10, 2024 at 9:30 a.m. Eastern Time, virtually via the internet at meetnow.global/MNKG6PZ.

To access the virtual meeting, you must have the information that is printed in the shaded bar located on the reverse side of this notice.

Proposals to be voted on at the annual meeting are listed below along with the Board of Directors' recommendations.

The Board of Directors recommend a vote **FOR** all the nominees listed, **FOR** Proposals 2, 3, 4, 5 and 6 and **AGAINST** Proposal 7.

1. Election of Directors:
 - 01 – Sharon Bowen
 - 02 – Marianne Brown
 - 03 – Monte Ford
 - 04 – Dan Hesse
 - 05 – Tom Killalea
 - 06 – Tom Leighton
 - 07 – Jonathan Miller
 - 08 – Madhu Ranganathan
 - 09 – Ben Verwaayen
 - 10 – Bill Wagner
2. To approve an amendment to our Second Amended and Restated 2013 Stock Incentive Plan to increase the number of shares of common stock authorized for issuance thereunder by 5,000,000 shares
3. To approve, on an advisory basis, our named executive officer compensation
4. To approve our Amended and Restated Certificate of Incorporation to limit the liability of certain officers as permitted by recent amendments to Delaware law and certain additional clarifying changes
5. To adjourn the Annual Meeting to a later date or dates, if necessary, to solicit additional proxies to establish a quorum or if there are insufficient votes to adopt any proposal (other than Proposal 7)
6. To ratify the selection of PricewaterhouseCoopers LLP as our independent auditors for the fiscal year ending December 31, 2024
7. To vote upon a shareholder proposal regarding a simple majority vote, if properly presented at the Annual Meeting

PLEASE NOTE – YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must go online or request a paper copy of the proxy materials to receive a proxy card.



Here's how to order a copy of the proxy materials at no charge and select delivery preferences:

Current and future delivery requests can be submitted using the options below. You will not receive a paper or email copy of the proxy materials unless you request one.

If you request an email copy, you will receive an email with a link to the current meeting materials.

PLEASE NOTE: You must use the number in the shaded bar on the reverse side of this notice when requesting a copy of the proxy materials.

- **Internet** – Go to www.envisionreports.com/AKAM. Click Cast Your Vote or Request Materials.
- **Phone** – Call us free of charge at 1-866-641-4276.
- **Email** – Send an email to investorvote@computershare.com with "Proxy Materials Akamai Technologies, Inc." in the subject line. Include your full name and address, plus the number located in the shaded bar on the reverse side of this notice, and state that you want a paper copy of the meeting materials.

To facilitate timely delivery, all requests for a paper copy of proxy materials must be received by April 30, 2024.