

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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
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1. Name and Address of Reporting Person * <u>GRAHAM RONALD</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) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/26/2003</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

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			

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. 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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Stock Option (right to buy)	\$3.33							(1)	05/20/2013	Common Stock	20,000	20,000	D	
Stock Option (right to buy)	\$2.27							(2)	05/21/2012	Common Stock	23,500	23,500	D	
Stock Option (right to buy)	\$13.12							(3)	09/15/2009	Common Stock	20,000	20,000	D	
Stock Option (right to buy)	\$4.42							(4)	08/21/2011	Common Stock	50,000	50,000	D	
Deferred Stock Units ⁽⁵⁾	\$0	08/26/2003		A		30,000		(5)	(6)	Common Stock	30,000	\$0	30,000	D

Explanation of Responses:

- Option vests as follows: 50% on May 20, 2004 and 50% on May 20, 2005.
- Option vests as follows: 50% on May 21, 2003 and 50% on May 21, 2004.
- Option vests as follows: 25% on September 15, 1999, and the remaining 75% of the options vest quarterly in equal installments of 6.25% thereafter.
- Options vest as follows: 25% on August 21, 2002, and the remaining 75% of the options vest quarterly in equal installments of 6.25% thereafter.
- Each Deferred Stock Unit ("DSU") represents the right to receive one share of Common Stock upon vesting. DSUs vest 33% on each of August 26, 2004, 2005 and 2006; however, Mr. Graham may elect to defer receipt of all or a portion of the shares of Common Stock issuable in respect of vested DSUs until as late as August 25, 2013.
- Deferred Stock Units do not expire.

/s/ Ronald L. Graham

08/27/2003

** 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.

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.