SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287								
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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

1. Name and Address of Reporting Person [*] Karon Adam						2. Issuer Name and Ticker or Trading Symbol <u>AKAMAI TECHNOLOGIES INC</u> [AKAM]								(Chec	5. Relationship of Reporting Person(s) to Issue (Check all applicable) Director 10% Ow Officer (give title Other (sr					
(Last) (First) (Middle) C/O AKAMAI TECHNOLOGIES, INC. 145 BROADWAY					03/	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2021									- X Officer (give title Other (specify below) below) COO & GM Edge Technology Group					
(Street) CAMBRIDGE MA 02142 (City) (State) (Zip)					_ 4. If	Ame	ndment, E	Date of C	Driginal F	-iled (Month/Day/	Year)		6. Ind Line) X		ed by One	e Repo	(Check App rting Persor One Repor	1	
		Tal	ole I - Noi	n-Deri	vativ	e Se	curities	s Acq	uired,	Disp	osed of,	, or Ber	nefi	icially	Owned					
Date			Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disp Code (Instr.			Securities Acquired (A) posed Of (D) (Instr. 3, 4			5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Code	v	Amount	(A) or (D)	F	Price	Transactio (Instr. 3 a				(
Common S	Stock			03/	01/202	1			М		2,919	A		\$ <mark>0</mark>	38,1	38,150 D				
Common S	Stock			03/	03/202	21			М		2,463	Α		\$ <mark>0</mark>	40,0	513	13 D			
			Table II -								osed of, c onvertibl				wned					
1. Title of Derivative Security (Instr. 3)	rivative Conversion Date Execution Date, curity or Exercise (Month/Day/Year) if any		Date,	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Expirati (Month/	on Da		7. Title a of Secur Underlyi Derivativ (Instr. 3 a	ities ng /e Se	ecurity	8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitie Benefici Owned Followin Reported Transact	ve es ally ng d	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)		

Date

Exercisabl

(2)

(3)

(4)

(5)

(6)

(D)

5 251

4.430

\$<mark>0.0</mark> Units⁽¹⁾

\$<mark>0.0</mark>

\$0.0

\$<mark>0.0</mark>

\$0.0

Explanation of Responses:

1. Each restricted stock unit ("RSU") represents the right to receive one share of Akamai common stock upon vesting.

2. RSUs vest 1/3 on each of the first, second and third anniversaries of the date of grant.

03/01/2021

03/01/2021

03/01/2021

03/01/2021

03/03/2021

3. Vesting of such RSUs is dependent on Akamai's achievement of a specified financial performance targets for each of 2021, 2022 and 2023. To the extent such targets are met, the RSUs will vest on the date the company's financial results for 2023 are certified. Amount reported is target issuable.

4. Vesting of such RSUs is dependent on the relative cumulative total shareholder return of Akamai's common stock as compared to the S&P 500 Information Technology Index for 2021, 2022 and 2023. To the extent the company's total shareholder return exceeds specified target percentile rankings within such index, the RSUs will vest in full on the date the company's financial results for 2023 are certified. Amount reported is target issuable.

5. RSU vests over three years as follows: 1/3 on each of March 1, 2020, 2021 and 2022.

6. RSUs vest over three years in equal installments on the first, second and third anniversaries of the grant date.

Remarks:

Restricted

Stock

Stocl

Units⁽¹⁾ TSR Restricted

Stock

Stock

Stock

Units⁽¹⁾ Restricted

Units⁽¹⁾ Restricted

Units⁽¹⁾

Performanc Restricted

/s/ James H. Hammons, Jr. by

power of attorney

Number

Shares

15,655

15.655

7,827

5,251

4,430

\$<mark>0</mark>

\$<mark>0</mark>

\$<mark>0</mark>

\$<mark>0</mark>

\$<mark>0</mark>

15,655

15.655

7,827

5.252

8,861

D

D

D

D

D

Expiration Date

03/02/2024

03/02/2024

03/02/2024

03/01/2022

03/04/2023

Title

Stock

Commo

Stock

Commor

Stock

Commo

Stock

Commo

Stock

03/03/2021

** 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.

Code

A

A

A

м

М

(A)

15.655

15.655

7,827

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.

LIMITED POWER OF ATTORNEY FOR SECTION 16 REPORTING OBLIGATIONS

Know all by these presents, that the undersigned hereby makes, constitutes and appoints each of James Hammons, Laura Howell and Conor Daly, signing singly and each acting individually, as the undersigned's true and lawful attorney-in-fact with full power and authority as hereinafter described to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Akamai Technologies, Inc. (the "Company"), Forms 3, 4, and 5 (including any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder (the "Exchange Act");

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to prepare, complete and execute any such Form 3, 4, or 5, prepare, complete and execute any amendment or amendments thereto, and timely deliver and file such form with the United States Securities and Exchange Commission (the "SEC") and any stock exchange or similar authority, including without limitation the filing of a Form ID or any other application materials to enable the undersigned to gain or maintain access to the Electronic Data Gathering, Analysis and Retrieval system of the SEC;

(3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information regarding transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to such attorney-in-fact and approves and ratifies any such release of information; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming nor relieving, nor is the Company assuming nor relieving, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act. The undersigned acknowledges that neither the Company nor the foregoing attorneys-in-fact assume (i) any liability for the undersigned's responsibility to comply with the requirement of the Exchange Act, (ii) any liability of the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 1st day of March, 2017.

<u>/s/ Adam Karon</u> Signature

<u>Adam Karon</u> Print Name