SEC Form 4

FORM 4

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

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

1. Name and Address of Reporting Person* Hughes Robert W	2. Issuer Name **and** Ticker or Trading Symbol AKAMAI TECHNOLOGIES INC [AKAM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(Last) (First) (Middle)

C/O AKAMAI TECHNOLOGIES, INC.
8 CAMBRIDGE CENTER

(Street)

CAMBRIDGE   MA   02142

(City)   (State)   (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
01/20/2015

4. If Amendment, Date of Original Filed (Month/Day/Year)

Director   10% Owner
X Officer (give title below)   Other (specify below)
President Worldwide Ops

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
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			
Common Stock, par value $.01 per share	01/20/2015		M		8,560	A	$0	64,150	D	
Common Stock, par value $.01 per share	01/20/2015		M		8,538	A	$0	72,688	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. 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	Title	Amount or Number of Shares				
Restricted Stock Units[1]	$0.0	01/20/2015		M			15,055	(2)	(3)	Common Stock	15,055	$0	0	D	
Restricted Stock Units[1]	$0.0	01/20/2015		M			12,746	(4)	(3)	Common Stock	12,746	$0	0	D	

Explanation of Responses:

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

2. Vesting of such RSUs is dependent on Akamai's achievement of a specified normalized earnings per share target for fiscal year 2012 and certain designated mission critical goals. To the extent such targets are met, the RSUs will vest in two equal 50% installments on the second and third anniversaries of the grant date.

3. Not applicable.

4. RSUs vested over three years in equal 1/3 installments on the first, second and third anniversaries of the date of grant.

Remarks:

/s/ Robert W. Hughes   01/20/2015

** 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.