

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
(RULE 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)

Amendment No. 3*

AKAMAI TECHNOLOGIES, INC.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

00971T101

(CUSIP Number)

December 31, 2002

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. Names of Reporting Persons
I.R.S. Identification Nos. of above persons (entities only)

F. Thomson Leighton

2. Check the Appropriate Box if a Member of a Group (See Instructions) (a)
(b)

Not applicable.

3. SEC Use Only

4. Citizenship or Place of Organization

United States

5. Sole Voting Power

7,324,226 shares

Number of Shares
Beneficially
Owned by Each
Reporting Person
With:

6. Shared Voting Power

0 shares

7. Sole Dispositive Power

7,324,226 shares

8. Shared Dispositive Power

0 shares

9. Aggregate Amount Beneficially Owned by Each Reporting Person

7,324,226 shares

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions)

Not applicable.

11. Percent of Class Represented by Amount in Row (9)

6.2%

12. Type of Reporting Person (See Instructions)

IN

- ITEM 1(a). NAME OF ISSUER:
Akamai Technologies, Inc.
- ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
8 Cambridge Center
Cambridge, MA 02142
- ITEM 2(a). NAME OF PERSON FILING:
F. Thomson Leighton
- ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:
c/o Akamai Technologies, Inc.
8 Cambridge Center
Cambridge, MA 02142
- ITEM 2(c). CITIZENSHIP:
F. Thomson Leighton is a citizen of the United States.
- ITEM 2(d). TITLE OF CLASS OF SECURITIES:
Common stock, \$0.01 par value per share.
- ITEM 2(e). CUSIP NUMBER:
00971T101
- ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b), OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A: Not applicable.
- ITEM 4. OWNERSHIP:
- (a) Amount Beneficially Owned: 7,324,226 shares
 - (b) Percent of Class: 6.2%
 - (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote: 7,324,226 shares
 - (ii) Shared power to vote or to direct the vote: 0 shares
 - (iii) Sole power to dispose or to direct the disposition of: 7,324,226 shares
 - (iv) Shared power to dispose or to direct the disposition of: 0 shares
- ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:
If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: []
- ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON: Not applicable.
- ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON:
Not applicable.

- ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP: Not applicable.
- ITEM 9. NOTICE OF DISSOLUTION OF GROUP: Not applicable.
- ITEM 10. CERTIFICATIONS: Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 10, 2003

/s/ F. Thomson Leighton

F. Thomson Leighton