

AKAMAI TECHNOLOGIES INC

Form 4

August 04, 2006

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Hughes Robert W

(Last) (First) (Middle)

C/O AKAMAI TECHNOLOGIES,
INC., 8 CAMBRIDGE CENTER

(Street)

CAMBRIDGE, MA 02142

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AKAMAI TECHNOLOGIES INC
[AKAM]

3. Date of Earliest Transaction
(Month/Day/Year)
08/02/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
EVP - Sales, Services and Mktg

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 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$.01 per share	08/02/2006		M	1,250	A \$ 0.89	1,250	D
Common Stock, par value \$.01 per share	08/02/2006		S ⁽¹⁾	100	D \$ 39.22	1,150	D
Common Stock, par value \$.01	08/02/2006		S ⁽¹⁾	100	D \$ 39	1,050	D

Edgar Filing: AKAMAI TECHNOLOGIES INC - Form 4

per share							
Common Stock, par value \$.01 per share	08/02/2006	<u>S⁽¹⁾</u>	100	D	\$ 38.99	950	D
Common Stock, par value \$.01 per share	08/02/2006	<u>S⁽¹⁾</u>	100	D	\$ 38.98	850	D
Common Stock, par value \$.01 per share	08/02/2006	<u>S⁽¹⁾</u>	500	D	\$ 38.97	350	D
Common Stock, par value \$.01 per share	08/02/2006	<u>S⁽¹⁾</u>	100	D	\$ 38.94	250	D
Common Stock, par value \$.01 per share	08/02/2006	<u>S⁽¹⁾</u>	150	D	\$ 38.88	100	D
Common Stock, par value \$.01 per share	08/02/2006	<u>S⁽¹⁾</u>	100	D	\$ 38.71	0	D
Common Stock, par value \$.01 per share	08/02/2006	M	7,500	A	\$ 4.92	7,500	D
Common Stock, par value \$.01 per share	08/02/2006	<u>S⁽¹⁾</u>	7,500	D	\$ 38.75 <u>(5)</u>	0	D
Common Stock, par value \$.01 per share	08/03/2006	M	15,000	A	\$ 11.2	15,000	D
Common Stock, par value \$.01 per share	08/03/2006	<u>S⁽¹⁾</u>	15,000	D	\$ 38.76 <u>(5)</u>	0	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form**

SEC 1474
(9-02)

displays a currently valid OMB control number.

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 Underlying Securities (Instr. 3 and 4)		8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Stock Option (right to buy)	\$ 0.89	08/02/2006		M	1,250	<u>(2)</u>	08/12/2012	Common Stock		1,250
Stock Option (right to buy)	\$ 4.92	08/02/2006		M	7,500	<u>(3)</u>	07/20/2013	Common Stock		7,500
Stock Option (right to buy)	\$ 11.2	08/03/2006		M	15,000	<u>(4)</u>	12/18/2013	Common Stock		15,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Hughes Robert W C/O AKAMAI TECHNOLOGIES, INC. 8 CAMBRIDGE CENTER CAMBRIDGE, MA 02142	EVP - Sales, Services and Mktg

Signatures

/s/ Robert W.
Hughes
08/03/2006
Date
**Signature of
Reporting Person

Explanation of Responses:

* 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).

- (1) Sale was made pursuant to a Rule 10b5-1 Plan adopted by Mr. Hughes on February 10, 2006.
- (2) Original option vests in equal quarterly installments from August 13, 2004 through August 13, 2006.
- (3) Original option vests as follows: 25% on January 21, 2005, and the remaining 75% vests in equal installments of 6.25% each quarter thereafter.
- (4) Option vests as follows: 25% on December 19, 2004, and the remaining 75% vests in equal installments of 6.25% each quarter thereafter.
- (5) Reflects the average sale price per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.