

AKAMAI TECHNOLOGIES INC

Form 4

March 01, 2012

**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  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SAGAN PAUL

(Last) (First) (Middle)

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)

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

President and CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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	02/29/2012		M	25,000	A \$ 0.9	232,822	D
Common Stock, par value \$.01 per share	02/29/2012		M	32,398	A \$ 0	265,220	D
Common Stock, par value \$.01	02/29/2012		S <sup>(1)</sup>	25,000	D \$ 32.16 <sup>(6)</sup>	240,022	D

per share

Common  
Stock, par  
value \$.01  
per share

03/01/2012

M

25,000

A

\$ 0.9

265,220

D

Common  
Stock, par  
value \$.01  
per share

03/01/2012

S<sup>(1)</sup>

25,000

D

\$  
36.09  
(6)

240,220

D

Common  
Stock, par  
value \$.01  
per share

200,663

I

See note  
(2)Common  
Stock, par  
value \$.01  
per share

6

I

See note  
(3)

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

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SEC 1474  
(9-02)

**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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units <u>(4)</u>	\$ 0	02/29/2012		M		53,632		<u>(4)</u>	<u>(7)</u>	Common Stock	53,623
Stock Option (right to buy)	\$ 0.9	02/29/2012		M		25,000		<u>(5)</u>	09/19/2012	Common Stock	25,000
Stock Option	\$ 0.9	03/01/2012		M		25,000		<u>(5)</u>	09/19/2012	Common Stock	25,000

(right to  
buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SAGAN PAUL AKAMAI TECHNOLOGIES INC 8 CAMBRIDGE CENTER CAMBRIDGE, MA 02142	X		President and CEO	

## Signatures

/s/ Paul Sagan                      03/01/2012

\_\_\_\_\_  
Signature of  
Reporting Person

\_\_\_\_\_  
Date

## 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. Sagan on February 16, 2012.
- (2) Held by the Paul Sagan Revocable Trust. Mr. Sagan disclaims beneficial ownership of shares held by the Paul Sagan Revocable Trust except to the extent of his pecuniary interest therein.
- (3) Held in trust on behalf of Mr. Sagan's children.
- (4) Each restricted stock unit ("RSU") represents the right to receive one share of Akamai common stock. The vesting of such RSUs was dependent on Akamai's achievement of cumulative revenue and earnings per share targets for fiscal years 2009, 2010 and 2011.
- (5) Option vested in full on September 19, 2006.
- (6) Average sale price per share.
- (7) Not applicable.

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

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