

Canner Debra
Form 4
July 30, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Canner Debra

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

3. Date of Earliest Transaction
(Month/Day/Year)
07/27/2012

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
SVP - Human Resources

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

CAMBRIDGE, MA 02142

(City) (State) (Zip)

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	07/27/2012		M		35,000	A	\$ 32.71	54,176	D
Common Stock, par value \$.01 per share	07/27/2012		M		13,897	A	\$ 17.41	68,073	D
Common Stock, par value \$.01	07/27/2012		M		7,412	A	\$ 25.32	75,485	D

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per share

Common

Stock, par
value \$.01

per share

07/27/2012

S

56,309 D

\$

35.32

19,176

D

(1)

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

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(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)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 32.71	07/27/2012		M	35,000	(2) 07/22/2018	Common Stock	35,000
Stock Option (right to buy)	\$ 17.41	07/27/2012		M	13,897	(3) 02/06/2016	Common Stock	13,897
Stock Option (right to buy)	\$ 25.32	07/27/2012		M	7,412	(4) 02/05/2017	Common Stock	7,412

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Canner Debra
C/O AKAMAI TECHNOLOGIES, INC.
8 CAMBRIDGE CENTER
CAMBRIDGE, MA 02142

SVP - Human Resources

Signatures

/s/ Debra L.
Canner

07/30/2012

__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) Average sale price per share.
- (2) Option vested in full on July 22, 2012.
- (3) Option vests over four years as follows: 25% on February 6, 2010, with the remaining 75% vesting in equal quarterly installments of 6.25% thereafter.
- (4) Option vests over four years as follows: 25% on February 5, 2011, with the remaining 75% vesting in equal quarterly installments of 6.25% thereafter.

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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