

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-23** | Period of Report: **2013-01-19**
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REPORTING OWNER

Hughes Robert W

CIK: **1291475**

Type: **4** | Act: **34** | File No.: **000-27275** | Film No.: **13543729**

Mailing Address

C/O AKAMAI

TECHNOLOGIES, INC.

8 CAMBRIDGE CENTER

CAMBRIDGE MA 02142

ISSUER

AKAMAI TECHNOLOGIES INC

CIK: **1086222** | IRS No.: **043432319** | State of Incorpor.: **DE** | Fiscal Year End: **1231**

SIC: **7389** Business services, nec

Mailing Address

8 CAMBRIDGE CENTER

CAMBRIDGE MA 02142

Business Address

8 CAMBRIDGE CENTER

CAMBRIDGE MA 02142

6174443000

FORM 4

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

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President-Worldwide Operations		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/19/2013					
C/O AKAMAI TECHNOLOGIES, INC., 8 CAMBRIDGE CENTER			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) 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	01/19/2013		<u>M</u>		2,157	A \$ 0	51,924	D	
Common Stock, par value \$.01 per share	01/19/2013		<u>M</u>		8,505	A \$ 0	60,429	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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units ⁽¹⁾	\$ 0	01/19/2013		<u>M</u>		3,203		(2)	(4)	Common Stock	3,203	\$ 0	3,204	D	
Restricted Stock Units ⁽¹⁾	\$ 0	01/19/2013		<u>M</u>		12,745		(3)	(4)	Common Stock	12,745	\$ 0	25,492	D	

Explanation of Responses:

1. Each restricted stock unit ("RSU") represents the right to receive one share of Akamai common stock upon vesting.
2. RSUs vest over three years in three equal 1/3 installments on each of January 19, 2012, 2013 and 2014.
3. RSUs vest over three years in three equal 1/3 installments on each of January 19, 2011, 2012 and 2013.
4. Not applicable.

Signatures

/s/ Robert W. Hughes

** Signature of Reporting Person

01/22/2013

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.