

AKAMAI TECHNOLOGIES INC
Form 4
November 07, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
11/03/2006

____ Director
 Officer (give title below) _____ Other (specify below)
EVP Global Sales, Svcs & Mktg

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

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$.01 per share	11/03/2006		M		15,000	A	\$ 11.2
Common Stock, par value \$.01 per share	11/03/2006		S ⁽¹⁾		15,000	D	\$ 46.01
Common Stock, par value \$.01 per share	11/06/2006		M		2,500	A	\$ 11.2

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per share							
Common Stock, par value \$.01 per share	11/06/2006	M	3,750	A	\$ 4.92	6,250	D
Common Stock, par value \$.01 per share	11/06/2006	M	625	A	\$ 0.89	6,875	D
Common Stock, par value \$.01 per share	11/06/2006	M	10,000	A	\$ 12.26	16,875	D
Common Stock, par value \$.01 per share	11/06/2006	S ⁽¹⁾	2,500	D	\$ 47.37	14,375	D
Common Stock, par value \$.01 per share	11/06/2006	S	3,750	D	\$ 47.37	10,625	D
Common Stock, par value \$.01 per share	11/06/2006	S	625	D	\$ 47.37	10,000	D
Common Stock, par value \$.01 per share	11/06/2006	S	10,000	D	\$ 47.36	0	D

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. (Instr. 3 and 4)
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			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 11.2	11/03/2006	M				(3)	12/18/2013	Common Stock	15,000
Stock Option (right to buy)	\$ 4.92	11/06/2006	M				(4)	07/20/2013	Common Stock	3,750
Stock option (right to buy)	\$ 11.2	11/06/2006	M				(3)	12/18/2013	Common Stock	2,500
Stock option (right to buy)	\$ 0.89	11/06/2006	M				(5)	08/12/2012	Common Stock	625
Stock option (right to buy)	\$ 12.26	11/06/2006	M				(6)	01/24/2015	Common Stock	10,000

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 Global Sales, Svcs & Mktg	

Signatures

/s/ Robert W. Hughes
11/06/2006

**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) Sales was made pursuant to a Rule 10b5-1 Plan adopted by Mr. Hughes on February 10, 2006.
- (2) Reflects the average sale price per share.
- (3) Option vests as follows: 25% on December 19, 2004 and the remaining 75% vests in equal installments of 6.25% each quarter thereafter.

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- (4) Option vests as follows: 25% on January 21, 2005 and the remaining 75% vests in equal installments of 6.25% each quarter thereafter.
- (5) Option vested in full on August 13, 2006.
- (6) Option vests as follows: 25% on January 25, 2006 and the remaining 75% vests in equal installments of 6.25% each quarter 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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