

AKAMAI TECHNOLOGIES INC
Form 4
August 04, 2009

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 *
CONRADES GEORGE H

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)
07/31/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Chairman

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 Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$.01 per share | 07/31/2009 | | P | | 400 | A | \$ 16.48 |
| Common Stock, par value \$.01 per share | 07/31/2009 | | P | | 2,650 | A | \$ 16.49 |
| Common Stock, par value \$.01 per share | 07/31/2009 | | P | | 2,900 | A | \$ 16.54 |

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| | | | | | | | | |
|---|------------|---|--------|---|----------|-----------|---|------------------|
| per share | | | | | | | | |
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 3,150 | A | \$ 16.55 | 1,444,976 | D | |
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 15,000 | A | \$ 16.63 | 1,459,976 | D | |
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 14,917 | A | \$ 16.64 | 1,474,893 | D | |
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 83 | A | \$ 16.69 | 1,474,976 | D | |
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 15,000 | A | \$ 16.71 | 1,489,976 | D | |
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 400 | A | \$ 16.48 | 400 | I | See footnote (1) |
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 2,650 | A | \$ 16.49 | 3,050 | I | See footnote (1) |
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 2,900 | A | \$ 16.54 | 5,950 | I | See footnote (1) |
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 3,150 | A | \$ 16.55 | 9,100 | I | See footnote (1) |
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 15,000 | A | \$ 16.63 | 24,100 | I | See footnote (1) |
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 14,917 | A | \$ 16.64 | 39,017 | I | See footnote (1) |

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| | | | | | | | | |
|---|------------|---|--------|---|----------|-----------|---|------------------|
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 83 | A | \$ 16.69 | 39,100 | I | See footnote (1) |
| Common Stock, par value \$.01 per share | 07/31/2009 | P | 15,000 | A | \$ 16.71 | 54,100 | I | See footnote (1) |
| Common Stock, par value \$.01 per share | 08/03/2009 | P | 6,075 | A | \$ 16.45 | 1,496,051 | D | |
| Common Stock, par value \$.01 per share | 08/03/2009 | P | 6,075 | A | \$ 16.46 | 1,502,126 | D | |
| Common Stock, par value \$.01 per share | 08/03/2009 | P | 3,040 | A | \$ 16.45 | 57,140 | I | See footnote (1) |
| Common Stock, par value \$.01 per share | 08/03/2009 | P | 3,040 | A | \$ 16.46 | 60,180 | I | See footnote (1) |

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 displays a currently valid OMB control number.

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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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CONRADES GEORGE H C/O AKAMAI TECHNOLOGIES, INC. 8 CAMBRIDGE CENTER CAMBRIDGE, MA 02142 | X | | Executive Chairman | |

Signatures

/s/ George H.
 Conrades 08/03/2009

__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) Held by Pelmea LP. Mr. Conrades is the managing member of Pelmea LP. Mr. Conrades disclaims beneficial ownership of shares held by Pelmea LP except to the extent of his pecuniary interest therein.

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.