

AKAMAI TECHNOLOGIES INC

Form 4

November 07, 2006

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

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

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
EVP Global Sales, Svcs & Mktg

(Street)
CAMBRIDGE, MA 02142

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

(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 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)
Common Stock, par value \$.01 per share	11/03/2006		M	15,000	A \$ 11.2	15,000	D
Common Stock, par value \$.01 per share	11/03/2006		S ⁽¹⁾	15,000	D \$ 46.01 0 ⁽²⁾		D
Common Stock, par value \$.01	11/06/2006		M	2,500	A \$ 11.2	2,500	D

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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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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)	8. D S (I
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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			15,000	<u>(3)</u>	12/18/2013	Common Stock	15,000
Stock Option (right to buy)	\$ 4.92	11/06/2006	M			3,750	<u>(4)</u>	07/20/2013	Common Stock	3,750
Stock option (right to buy)	\$ 11.2	11/06/2006	M			2,500	<u>(3)</u>	12/18/2013	Common Stock	2,500
Stock option (right to buy)	\$ 0.89	11/06/2006	M			625	<u>(5)</u>	08/12/2012	Common Stock	625
Stock option (right to buy)	\$ 12.26	11/06/2006	M			10,000	<u>(6)</u>	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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