

AKAMAI TECHNOLOGIES INC
 Form 3
 March 07, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Karon Adam		(Month/Day/Year)	AKAMAI TECHNOLOGIES INC [AKAM]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		03/01/2017		
C/O AKAMAI TECHNOLOGIES, INC.,Â 150 BROADWAY			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			EVP & GM Media Division	
			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	
CAMBRIDGE,Â MAÂ 02142				
(City)	(State)	(Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	8,256	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units <u>(1)</u>	02/12/2018	02/13/2018	Common Stock	1,973	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(2)</u>		02/12/2019	Common Stock	5,970	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(3)</u>		04/29/2019	Common Stock	7,632	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(4)</u>		02/10/2020	Common Stock	10,023	\$ 0	D	Â
Restricted Stock Units <u>(1)</u>	03/03/2017	03/04/2017	Common Stock	3,527	\$ 0	D	Â
Restricted Stock Units <u>(1)</u>	02/23/2018	02/24/2018	Common Stock	2,863	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(5)</u>		02/13/2019	Common Stock	17,908	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(6)</u>		02/14/2018	Common Stock	8,954	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(7)</u>		02/09/2020	Common Stock	20,046	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(8)</u>		02/11/2020	Common Stock	10,023	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Karon Adam C/O AKAMAI TECHNOLOGIES, INC. 150 BROADWAY CAMBRIDGE, MA 02142	Â	Â	Â EVP & GM Media Division	Â

Signatures

/s/ James H. Hammons, Jr. by power of attorney 03/06/2017

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Each restricted stock unit ("RSU") represents the right to receive one share of Akamai common stock upon vesting.

(2) RSUs vest 50% on February 11, 2018 and 50% on February 11, 2019.

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(3) RSUs vest over three years in equal 1/3 installments on April 28, 2017, 2018 and 2019.

(4) RSUs vest over three years in equal 1/3 installments on February 9, 2018, 2019 and 2020.

Vesting of such RSUs is dependent on Akamai's achievement of a specified revenue and operating free cash flow targets for fiscal years

(5) 2016, 2017 and 2018. To the extent such target is met, the RSUs will vest following certification financial results for 2018. Amount reported is maximum issuable.

Vesting of such RSUs is dependent on the relative cumulative total shareholder return of Akamai's common stock as compared to the S&P 500 Information Technology Index for 2016, 2017 and 2018. To the extent the company's total shareholder return exceeds specified target percentile rankings within such index, the RSUs will vest in full on the date the company's financial results for 2018 are certified. Amount reported is maximum issuable.

(6)

Vesting of such RSUs is dependent on Akamai's achievement of a specified financial performance targets for each of 2017, 2018 and

(7) 2019. To the extent such targets are met, the RSUs will vest on the date the company's financial results for 2019 are certified. Amount reported is maximum issuable.

Vesting of such RSUs is dependent on the relative cumulative total shareholder return of Akamai's common stock as compared to the S&P 500 Information Technology Index for 2017, 2018 and 2019. To the extent the company's total shareholder return exceeds specified target percentile rankings within such index, the RSUs will vest in full on the date the company's financial results for 2019 are certified. Amount reported is maximum issuable.

(8)

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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