AKAMAI TECHNOLOGIES INC
Form 3
January 12, 2015

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 *
Â Gemmell James
(Last) (First) (Middle)

C/O AKAMAI TECHNOLOGIES, INC.,Â 150 BROADWAY
(Street)

CAMBRIDGE,Â MAÂ 02142
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
01/01/2015

3. Issuer Name **and** Ticker or Trading Symbol
AKAMAI TECHNOLOGIES INC [AKAM]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
EVP & Chief HR Officer

5. 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

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	2,302	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)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units (1)	Â (1)	02/09/2017	Common Stock	21,186	$ 0	D	Â
Restricted Stock Units (2)	Â (2)	02/08/2017	Common Stock	7,062	$ 0	D	Â
Restricted Stock Units (3)	Â (4)	Â (5)	Common Stock	31,771	$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gemmell James C/O AKAMAI TECHNOLOGIES, INC. 150 BROADWAY CAMBRIDGE,Â MAÂ 02142	Â	Â	Â EVP & Chief HR Officer	Â

Signatures

/s/ James Gemmell	01/12/2015
**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 common stock upon vesting. RSUs vest over four years with 25% vesting on April 12, 2014, and the remaining 75% vesting in equal installments of 6.25% each quarter thereafter.

(2) Each RSU represents the right to receive one share of common stock. RSUs vest as follows: 1/3 on each of February 7, 2015, 2016 and 2017.

(3) Each restricted stock unit ("RSU") represents the right to receive one share of Akamai common stock upon vesting.

(4) Vesting of such RSUs is dependent on Akamai's achievement of a specified revenue and operating free cash flow targets for fiscal years 2014 and 2015. To the extent such target is met, the RSUs will vest in two equal 50% installments on each of February 8, 2016 and 2017. Amount reported is maximum issuable.

(5) Not applicable.

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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