MCCONNELL RICK M
Form 3
May 18, 2012

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 MCCONNELL RICK M

(Last) (First) (Middle)

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

(Street)

CAMBRIDGE,Â MAÂ 02142

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
05/16/2012

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 - Products and Development

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)

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 Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of			

				Shares		or Indirect (I) (Instr. 5)	
Stock option (right to buy)	Â (1)	11/01/2018	Common Stock	94,464	$ 26.64	D	Â
Restricted Stock Units (2)	Â (1)	Â (6)	Common Stock	75,075	$ 0	D	Â
Restricted Stock Units (2)	Â (3)	Â (6)	Common Stock	7,647	$ 0	D	Â
Restricted Stock Units (2)	Â (4)	Â (6)	Common Stock	7,646	$ 0	D	Â
Stock option (right to buy)	Â (5)	02/11/2019	Common Stock	8,378	$ 38.43	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCONNELL RICK M C/O AKAMAI TECHNOLOGIES, INC. 8 CAMBRIDGE CENTER CAMBRIDGE,Â MAÂ 02142	Â	Â	Â EVP - Products and Development	Â

Signatures

/s/ Rick M. McConnell	03/18/2012
**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) Vests over four years as follows: 25% on November 1, 2012 with the remaining 75% vesting in equal installments of 6.25% each quarter thereafter.

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

(3) RSUs vest over three years as follows: 33% on each of January 19, 2013, 2014 and 2015.

(4) Vesting of such RSUs is dependent on Akamai's achievement of a specified normalized earnings per share target for fiscal year 2012. To the extent such target is met, the RSUs will vest in two equal 50% installments on each of January 19, 2014 and 2015.

(5) Option vests over three years as follows: 33% on each of February 11, 2013, 2014 and 2015.

(6) 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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