

KIGHT PETER J
Form 4
August 13, 2010

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 *
KIGHT PETER J

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)
08/11/2010

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

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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$.01 per share | 08/11/2010 | | P | | 47,950 | A | \$ 41.7 |
| Common Stock, par value \$.01 per share | | | | | 5,180 | I | |
| Common Stock, par value \$.01 per share | | | | | 1,150 | I | |
| | | | | | | | See note (1) |
| | | | | | | | See note (2) |

per share

| | | | |
|---|-------|---|---------------------|
| Common Stock, par value \$.01 per share | 4,925 | I | See note <u>(3)</u> |
|---|-------|---|---------------------|

| | | | |
|---|-----|---|---------------------|
| Common Stock, par value \$.01 per share | 165 | I | See note <u>(4)</u> |
|---|-----|---|---------------------|

| | | | |
|---|-----|---|---------------------|
| Common Stock, par value \$.01 per share | 165 | I | See note <u>(5)</u> |
|---|-----|---|---------------------|

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. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | 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 |
| KIGHT PETER J C/O AKAMAI TECHNOLOGIES, INC. 8 CAMBRIDGE CENTER CAMBRIDGE, MA 02142 | X | | | |

Signatures

/s/ Peter J. Kight

08/12/2010

**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 the Peter J. Kight Grantor Retained Annuity Trust - Akamai under Agreement dated December 31, 2009 (Teresa J. Kight, Trustee). Mr. Kight disclaims beneficial ownership of any shares held by such trust.
- (2) Held by the Kight Family Trust I. Mr. Kight's wife serves as a co-trustee of such trust. Mr. Kight disclaims beneficial ownership of any shares held by such trust.
- (3) Held by the Kight Family Trust II. Mr. Kight's wife serves as a co-trustee of such trust. Mr. Kight disclaims beneficial ownership of any shares held by such trust.
- (4) Held by the 2004 Alison Marie Kight Trust. Mr. Kight's wife serves as a co-trustee of such trust. Mr. Kight disclaims beneficial ownership of any shares held by such trust.
- (5) Held by the 2004 Preston Gregory Kight Trust. Mr. Kight's wife serves as a co-trustee of such trust. Mr. Kight disclaims beneficial ownership of any shares held by such trust.

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.