

Edgar Filing: AKAMAI TECHNOLOGIES INC - Form SC 13G/A

AKAMAI TECHNOLOGIES INC  
Form SC 13G/A  
February 14, 2001

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Schedule 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES  
13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)  
(Amendment No. 1)\*

Akamai Technologies, Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

00971T101

-----  
(CUSIP Number)

December 31, 2000

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule  
is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's  
initial filing on this form with respect to the subject class of securities, and  
for any subsequent amendment containing information which would alter  
disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed  
to be "filed" for the purpose of Section 18 of the Securities Exchange Act of  
1934 ("Act") or otherwise subject to the liabilities of that section of the Act  
but shall be subject to all other provisions of the Act (however, see the  
Notes).

(Continued on following pages)

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1 NAME OF REPORTING PERSON  
Polaris Venture Partners II, L.P.  
See Item 2 for identification of General Partner

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I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

	5	SOLE VOTING POWER	3,713,345 (A)
NUMBER OF			
SHARES	6	SHARED VOTING POWER	
BENEFICIALLY		0 (A)	
OWNED BY			
EACH	7	SOLE DISPOSITIVE POWER	
REPORTING		3,713,345 (A)	
PERSON			
WITH	8	SHARED DISPOSITIVE POWER	
		0 (A)	

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
3,713,345 (A)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* [X]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
3.44%

12 TYPE OF REPORTING PERSON\*  
PN

(A) Excludes an aggregate of 398,657 shares owned beneficially by the other reporting persons indicated in this Schedule 13G, as to which this reporting person disclaims beneficial ownership.

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1 NAME OF REPORTING PERSON  
Polaris Venture Partners Founders' Fund II, L.P.  
See Item 2 for identification of General Partner  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ] (b) [X]

3 SEC USE ONLY

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4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

-----  
5 SOLE VOTING POWER  
85,860 (A)  
-----  
NUMBER OF  
SHARES 6 SHARED VOTING POWER  
BENEFICIALLY 0 (A)  
OWNED BY  
EACH 7 SOLE DISPOSITIVE POWER  
REPORTING 85,860 (A)  
PERSON  
WITH 8 SHARED DISPOSITIVE POWER  
0 (A)  
-----

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

85,860 (A)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  [X]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.07%

12 TYPE OF REPORTING PERSON\*

PN

-----  
(A) Excludes an aggregate of 4,026,142 shares owned beneficially by the other reporting persons indicated in this Schedule 13G, as to which this reporting person disclaims beneficial ownership.  
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1 NAME OF REPORTING PERSON

Polaris Venture Management Co. II, L.L.C.  
See Item 2 for list of Managing Members  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)  (b)  [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

-----  
5 SOLE VOTING POWER  
134,278  
-----  
NUMBER OF  
SHARES 6 SHARED VOTING POWER  
BENEFICIALLY 3,799,205 (A)  
-----

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OWNED BY -----  
EACH 7 SOLE DISPOSITIVE POWER  
REPORTING 134,278  
PERSON -----  
WITH 8 SHARED DISPOSITIVE POWER  
3,799,205 (A)  
-----

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
  
3,933,483  
-----

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* [ ]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
  
3.64%  
-----

12 TYPE OF REPORTING PERSON\*  
  
OO  
-----

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1 NAME OF REPORTING PERSON  
Stephen D. Arnold  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
Tax ID Number:  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ] (b) [X]  
-----

3 SEC USE ONLY  
-----

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
  
U.S. Citizen  
-----

5 SOLE VOTING POWER  
42,533  
-----  
NUMBER OF  
SHARES 6 SHARED VOTING POWER  
3,933,483  
BENEFICIALLY  
OWNED BY  
EACH 7 SOLE DISPOSITIVE POWER  
42,533  
REPORTING  
PERSON  
WITH 8 SHARED DISPOSITIVE POWER  
3,933,483  
-----

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
  
3,976,016  
-----

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* [ ]

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.68%

12 TYPE OF REPORTING PERSON\*

IN

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1 NAME OF REPORTING PERSON

Terrance G. McGuire

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ ] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

5 SOLE VOTING POWER

33,861

NUMBER OF  
SHARES

6 SHARED VOTING POWER

3,933,483

BENEFICIALLY  
OWNED BY

EACH  
REPORTING  
PERSON

7 SOLE DISPOSITIVE POWER

33,861

WITH

8 SHARED DISPOSITIVE POWER

3,933,483

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,967,344

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* [ ]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.67%

12 TYPE OF REPORTING PERSON\*

IN

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1 NAME OF REPORTING PERSON  
Jonathan A. Flint  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
Tax ID Number:  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ] (b) [X]  
-----

3 SEC USE ONLY  
-----

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S. Citizen  
-----

5	SOLE VOTING POWER	102,125
6	SHARED VOTING POWER	3,933,483
7	SOLE DISPOSITIVE POWER	102,125
8	SHARED DISPOSITIVE POWER	3,933,483

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
4,035,608  
-----

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* [ ]  
-----

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
3.74%  
-----

12 TYPE OF REPORTING PERSON\*  
IN  
-----

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ITEM 1.

- (a) NAME OF ISSUER: Akamai Technologies, Inc. (the "Company")
- (b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:  
201 Broadway, Cambridge, MA 02139

ITEM 2.

Set forth below is the following information with respect to each of the persons filing this Schedule 13G (together, the "Filing Persons"): (a) name; (b) address of principal offices (if entity) or residence or business address (if individual); (c) citizenship (if individual) or jurisdiction of organization (if entity); (d) title of class of securities and (e) CUSIP number.

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I.

- (a) Polaris Venture Partners II, L.P., a Delaware limited partnership ("PVP II, L.P."). The General Partner of PVP II, L.P. is Polaris Venture Management Co. II, L.L.C., a Delaware limited liability company ("PVM II"). The Managing Members of PVM II are Stephen A. Arnold ("Arnold"), Terrance G. McGuire ("McGuire") and Jonathan A. Flint ("Flint").
- (b) 1000 Winter Street, Suite 3350, Waltham, MA, 02451-1215
- (c) Delaware
- (d) Common Stock
- (e) 00971T101

II.

- (a) Polaris Venture Partners Founders' Fund II, L.P. ("Polaris FF II"). The General Partner of Polaris FF II is PVM II.
- (b) 1000 Winter Street, Suite 3350, Waltham, MA, 02451-1215
- (c) Delaware
- (d) Common Stock
- (e) 00971T101

III.

- (a) Polaris Venture Management Co. II, L.L.C., a Delaware limited liability company.
- (b) 1000 Winter Street, Suite 3350, Waltham, MA, 02451-1215
- (c) Delaware
- (d) Common Stock
- (e) 00971T101

IV.

- (a) Stephen D. Arnold
- (b) 1000 Winter Street, Suite 3350, Waltham, MA, 02451-1215
- (c) U.S. Citizen
- (d) Common Stock
- (e) 00971T101

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V.

- (a) Terrance G. McGuire
- (b) 1000 Winter Street, Suite 3350, Waltham, MA, 02451-1215
- (c) U.S. Citizen
- (d) Common Stock
- (e) 00971T101

VI.

- (a) Jonathan A Flint
- (b) 1000 Winter Street, Suite 3350, Waltham, MA, 02451-1215
- (c) U.S. Citizen
- (d) Common Stock
- (e) 00971T101

ITEM 3.

Not Applicable





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John Gannon  
Authorized Signatory

POLARIS VENTURE MANAGEMENT CO. II, L.L.C.,  
a Delaware Limited Liability Company

By: /s/ John Gannon

-----  
John Gannon  
Authorized Signatory

STEPHEN D. ARNOLD

By: /s/ John Gannon

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John Gannon  
Authorized Signatory

-----  
CUSIP NO. 00971T101  
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TERRANCE G. MCGUIRE

By: /s/ John Gannon

-----  
John Gannon  
Authorized Signatory

JONATHAN A. FLINT

By: /s/ John Gannon

-----  
John Gannon  
Authorized Signatory

-----  
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EXHIBIT A

AGREEMENT TO FILE JOINTLY AND STATEMENT APPOINTING DESIGNATED FILER  
AND AUTHORIZED SIGNATORY

Each of the undersigned entities and individuals (collectively, the "Reporting Persons") hereby authorizes and designates Polaris Venture Management Co. II, L.L.C. or such other person or entity as is designated in writing by John J. Gannon (the "Designated Filer") as the beneficial owner to prepare and file on behalf of such Reporting Person individually, or jointly together with the other Reporting Persons, any and all reports, notices, communications and other documents (including, but not limited to, reports on Schedule 13D, Schedule 13G, Form 3, Form 4 and Form 5) that such Reporting Person may be

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required to file with the United States Securities and Exchange Commission pursuant to the Securities Act of 1933, as amended (together with the implementing regulations thereto, the "Act") and the Securities Exchange Act of 1934, as amended (together with the implementing regulations thereto, the "Exchange Act") (collectively, the "Reports") with respect to the Reporting Person's ownership of, or transactions in, securities of any entity whose securities are beneficially owned (directly or indirectly) by such Reporting Person (collectively, the "Companies").

Each Reporting Person hereby further authorizes and designates John J. Gannon (the "Authorized Signatory") to execute and file on behalf of such Reporting Person the Reports and to perform any and all other acts, which in the opinion of the Designated Filer or Authorized Signatory may be necessary or incidental to the performance of the foregoing powers herein granted.

The authority of the Designated Filer and the Authorized Signatory under this Document with respect to each Reporting Person shall continue until such Reporting Person is no longer required to file any Reports with respect to the Reporting Person's ownership of, or transactions in, the securities of the Companies, unless earlier revoked in writing. Each Reporting Person acknowledges that the Designated Filer and the Authorized Signatory are not assuming any of the Reporting Person's responsibilities to comply with the Act or the Exchange Act.

February 9, 2001

POLARIS VENTURE MANAGEMENT CO. II, L.L.C.,  
a Delaware Limited Liability Company

By: /s/ Terrance G. McGuire

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Terrance G. McGuire, Managing Member

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February 9, 2001

POLARIS VENTURE PARTNERS II, L.P.,  
a Delaware Limited Partnership

By: Polaris Venture Management Co. II, L.L.C.,  
a Delaware Limited Liability Company  
Its General Partner

By: /s/ Terrance G. McGuire

-----  
Terrance G. McGuire, Managing Member

February 9, 2001

POLARIS VENTURE PARTNERS FOUNDERS' FUND II,  
L.P., a Delaware Limited Partnership

By: Polaris Venture Management Co. II, L.L.C.,  
a Delaware Limited Liability Company  
Its General Partner

By: /s/ Terrance G. McGuire

-----  
Terrance G. McGuire, Managing Member

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February 9, 2001

By: /s/ Stephen D. Arnold

-----  
Stephen D. Arnold

February 9, 2001

By: /s/ Brian Chee

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Brian Chee

February 9, 2001

By: /s/ George Conrades

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George Conrades

-----  
CUSIP NO. 00971T101  
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February 9, 2001

By: /s/ Jonathan A. Flint

-----  
Jonathan A. Flint

February 9, 2001

By: /s/ John Gannon

-----  
John Gannon

February 9, 2001

By: /s/ Eileen A. McCarthy

-----  
Eileen A. McCarthy

February 9, 2001

By: /s/ Terrance G. McGuire

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Terrance G. McGuire