

Benson James M  
Form 4  
February 11, 2019

# 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 \*  
Benson James M

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)  
02/08/2019

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

Chief Financial Officer

C/O AKAMAI TECHNOLOGIES, INC., 150 BROADWAY

(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                    | 02/08/2019                           |  | M                              |   | 4,014   | A  | \$ 0                              |
|                                 |                                      |  |                                |   |   |  | 35,779                            |
| Common Stock                    | 02/09/2019                           |  | M                              |   | 3,980   | A  | \$ 0                              |
|                                 |                                      |  |                                |   |   |  | 39,759                            |
| Common Stock                    | 02/11/2019                           |  | M                              |   | 4,001   | A  | \$ 0                              |
|                                 |                                      |  |                                |   |   |  | 43,760                            |

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

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displays a currently valid OMB control number.

**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 (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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Restricted Stock Units <sup>(1)</sup>      | \$ 0   | 02/08/2019                           |  | M                              | 5,760  | <sup>(2)</sup> 02/10/2020                                | Common Stock  | 5,760                         |
| Restricted Stock Units <sup>(1)</sup>      | \$ 0   | 02/09/2019                           |  | M                              | 5,638  | <sup>(3)</sup> 02/11/2020                                | Common Stock  | 5,638                         |
| Restricted Stock Units                     | \$ 0   | 02/11/2019                           |  | M                              | 6,241  | <sup>(4)</sup> 02/12/2019                                | Common Stock  | 6,241                         |

## Reporting Owners

### Reporting Owner Name / Address

Benson James M  
C/O AKAMAI TECHNOLOGIES, INC.  
150 BROADWAY  
CAMBRIDGE, MA 02142

### Relationships

Director 10% Owner Officer Other

Chief Financial Officer

## Signatures

/s/ James H Hammons Jr, by power of attorney 02/11/2019

\_\_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) Each restricted stock unit ("RSU") represents the right to receive one share of Akamai common stock upon vesting.  
(2) Vests as follows: 1/3 on each of February 8, 2019, 2020 and 2021.

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(3) RSUs vest over three years as follows: 33% on each of February 9, 2018, 2019 and 2020.

(4) RSUs vest over three years as follows: 33% on each of February 11, 2017, 2018 and 2019.

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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