

SALERNO FREDERIC V  
Form 4  
December 31, 2008

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
SALERNO FREDERIC V

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)  
12/31/2008

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 |   | 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) |   |  |                                   |
| Common Stock, par value \$.01 per share | 12/31/2008                           |  | M                   |   | 20,000  | A          | \$ 0 31,213   | D  |                                   |
| Common Stock, par value \$.01 per share | 12/31/2008                           |  | M                   |   | 4,261   | A          | \$ 0 35,474   | D  |                                   |
| Common Stock, par value \$.01           | 12/31/2008                           |  | M                   |   | 9,339   | A          | \$ 0 44,813   | D  |                                   |

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per share

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**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. Pr Deri Secu (Inst |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-----------------------|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                 | Amount or Number of Shares |
|  |  |                                      |  |                                |   | Code   | V (A) (D)   |                       |                            |
| Deferred Stock Units <sup>(1)</sup>        | \$ 0   | 12/31/2008                           |  | M                              | 20,000  | <u>(2)</u> <u>(5)</u>                                    |   | Common stock          | 20,000                     |
| Deferred Stock Units <sup>(1)</sup>        | \$ 0   | 12/31/2008                           |  | M                              | 4,261   | <u>(3)</u> <u>(5)</u>                                    |   | Common stock          | 4,261                      |
| Deferred Stock Units <sup>(1)</sup>        | \$ 0   | 12/31/2008                           |  | M                              | 9,339   | <u>(4)</u> <u>(5)</u>                                    |   | Common stock          | 9,339                      |

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

SALERNO FREDERIC V  
C/O AKAMAI TECHNOLOGIES, INC.  
8 CAMBRIDGE CENTER  
CAMBRIDGE, MA 02142

X

## Signatures

/s/ Frederic V. Salerno 12/31/2008

\*\*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 deferred stock unit ("DSU") represents the right to receive one share of Common Stock upon vesting; however, distribution was deferred by Mr. Salerno until December 31, 2008.
- (2) DSUs vested in full on August 26, 2006.
- (3) DSUs vested in full on May 25, 2006.
- (4) DSUs vested in full on May 24, 2007.
- (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. 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.