

AKAMAI TECHNOLOGIES INC

Form 3

March 07, 2017

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 *

Karon Adam

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

03/01/2017

3. Issuer Name **and** Ticker or Trading Symbol
AKAMAI TECHNOLOGIES INC [AKAM]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

EVP & GM Media Division

C/O AKAMAI
TECHNOLOGIES, INC., 150
BROADWAY

(Street)

CAMBRIDGE, MA 02142

(City)

(State)

(Zip)

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ 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)

Common Stock

8,256

D

A

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units <u>(1)</u>	02/12/2018	02/13/2018	Common Stock	1,973	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(2)</u>		02/12/2019	Common Stock	5,970	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(3)</u>		04/29/2019	Common Stock	7,632	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(4)</u>		02/10/2020	Common Stock	10,023	\$ 0	D	Â
Restricted Stock Units <u>(1)</u>	03/03/2017	03/04/2017	Common Stock	3,527	\$ 0	D	Â
Restricted Stock Units <u>(1)</u>	02/23/2018	02/24/2018	Common Stock	2,863	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(5)</u>		02/13/2019	Common Stock	17,908	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(6)</u>		02/14/2018	Common Stock	8,954	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(7)</u>		02/09/2020	Common Stock	20,046	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(8)</u>		02/11/2020	Common Stock	10,023	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Karon Adam C/O AKAMAI TECHNOLOGIES, INC. 150 BROADWAY CAMBRIDGE, MA 02142	Â	Â	Â EVP & GM Media Division		Â

Signatures

/s/ James H. Hammons, Jr. by power of attorney 03/06/2017

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

(2) RSUs vest 50% on February 11, 2018 and 50% on February 11, 2019.

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(3) RSUs vest over three years in equal 1/3 installments on April 28, 2017, 2018 and 2019.

(4) RSUs vest over three years in equal 1/3 installments on February 9, 2018, 2019 and 2020.

Vesting of such RSUs is dependent on Akamai's achievement of a specified revenue and operating free cash flow targets for fiscal years

(5) 2016, 2017 and 2018. To the extent such target is met, the RSUs will vest following certification financial results for 2018. Amount reported is maximum issuable.

Vesting of such RSUs is dependent on the relative cumulative total shareholder return of Akamai's common stock as compared to the

(6) S&P 500 Information Technology Index for 2016, 2017 and 2018. To the extent the company's total shareholder return exceeds specified target percentile rankings within such index, the RSUs will vest in full on the date the company's financial results for 2018 are certified. Amount reported is maximum issuable.

Vesting of such RSUs is dependent on Akamai's achievement of a specified financial performance targets for each of 2017, 2018 and

(7) 2019. To the extent such targets are met, the RSUs will vest on the date the company's financial results for 2019 are certified. Amount reported is maximum issuable.

Vesting of such RSUs is dependent on the relative cumulative total shareholder return of Akamai's common stock as compared to the

(8) S&P 500 Information Technology Index for 2017, 2018 and 2019. To the extent the company's total shareholder return exceeds specified target percentile rankings within such index, the RSUs will vest in full on the date the company's financial results for 2019 are certified. Amount reported is maximum issuable.

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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