Ahola Aaron
Form 4
March 06, 2019

# FORM 4

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

**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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Ahola Aaron

(Last) (First) (Middle)

C/O AKAMAI TECHNOLOGIES, INC., 150 BROADWAY

(Street)

CAMBRIDGE, MA 02142

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
AKAMAI TECHNOLOGIES INC [AKAM]

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2019

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SVP & General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

**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 Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 03/01/2019 | | M | | 447 | A | $ 0 | 5,453 | D | |
| Common Stock | 03/01/2019 | | M | | 420 | A | $ 0 | 5,873 | D | |

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

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SEC 1474 (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) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Units [(1)] | $ 0 | 03/01/2019 | | M | | | 595 | [(2)] | 03/02/2020 | Common Stock | 595 |
| Restricted Stock Units [(1)] | $ 0 | 03/01/2019 | | M | | | 634 | [(2)] | 03/02/2019 | Common Stock | 634 |
| Restricted Stock Units [(1)] | $ 0 | 03/01/2019 | | A | | 9,002 | | [(3)] | 03/01/2022 | Common Stock | 9,002 |
| Restricted Stock Units [(1)] | $ 0 | 03/01/2019 | | A | | 9,002 | | [(4)] | 03/02/2022 | Common Stock | 9,002 |
| Restricted Stock Units [(1)] | $ 0 | 03/01/2019 | | A | | 4,501 | | [(5)] | 03/03/2022 | Common Stock | 4,501 |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| Ahola Aaron<br>C/O AKAMAI TECHNOLOGIES, INC.<br>150 BROADWAY<br>CAMBRIDGE, MA 02142 | | | SVP & General Counsel | |

# Signatures

| /s/ James H Hammons Jr, by power of attorney | 03/05/2019 |
|---|---|
| [**]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)** RSUs vest over three years as follows: 33% on March 1, 2018 with the remaining 67% vesting in equal installments of 8.33% each quarter thereafter.

**(3)** RSU vests over three years as follows: 1/3 on each of March 1, 2020, 2021 and 2022.

**(4)** Vesting of such RSUs is dependent on Akamai's achievement of a specified financial performance targets for each of 2019, 2020 and 2021. To the extent such targets are met, the RSUs will vest on the date the company's financial results for 2021 are certified. Amount reported is target amount issuable; maximum issuable is 200% of target.

**(5)** Vesting of such RSUs is dependent on the relative cumulative total shareholder return of Akamai's common stock as compared to the S&P 500 Information Technology Index for 2019, 2020 and 2021. 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 2021 are certified. Amount reported is target issuable; maximum amount issuable is 200% of target.

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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