

TAYLOR KEITH D
Form 4
January 18, 2018

FORM 4

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

OMB APPROVAL

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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 *
TAYLOR KEITH D

(Last) (First) (Middle)

ONE LAGOON DRIVE

(Street)

REDWOOD CITY, CA 94065

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EQUINIX INC [EQIX]

3. Date of Earliest Transaction (Month/Day/Year)
01/16/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Chief Financial Officer

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 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	(D)	Price
Common Stock	01/16/2018		M		4,470	A	\$ 0
Common Stock	01/16/2018		M		1,489	A	\$ 0
Common Stock	01/16/2018		M		1,240	A	\$ 0
Common Stock	01/16/2018		M		1,199	A	\$ 0
Common Stock	01/17/2018		S ⁽¹⁾		1,211	D	\$ 440.677 ⁽²⁾

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Common Stock	01/17/2018	S ⁽¹⁾	700	D	\$ <u>(3)</u>	442.1281	31,483	D
Common Stock	01/17/2018	S ⁽¹⁾	700	D	\$ <u>(4)</u>	443.4157	30,783	D
Common Stock	01/17/2018	S ⁽¹⁾	600	D	\$ <u>(5)</u>	444.295	30,183	D
Common Stock	01/17/2018	S ⁽¹⁾	617	D	\$ <u>(6)</u>	445.5052	29,566	D
Common Stock	01/17/2018	S ⁽¹⁾	300	D	\$ <u>(7)</u>	446.2933	29,266	D
Common Stock	01/17/2018	S ⁽¹⁾	100	D	\$	447.41	29,166	D

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. Amount or Number of Shares			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	01/16/2018		A		4,470		<u>(8)</u>	<u>(9)</u>	Common Stock	4,470
Restricted Stock Units	\$ 0	01/16/2018		M		4,470		<u>(8)</u>	<u>(9)</u>	Common Stock	4,470
Restricted Stock Units	\$ 0	01/16/2018		M		1,489		<u>(10)</u>	<u>(9)</u>	Common Stock	1,489

Restricted Stock Units	\$ 0	01/16/2018	M	1,240	(11)	(9)	Common Stock	1,240
Restricted Stock Units	\$ 0	01/16/2018	M	1,199	(12)	(9)	Common Stock	1,199

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TAYLOR KEITH D ONE LAGOON DRIVE REDWOOD CITY, CA 94065			Chief Financial Officer	

Signatures

Samantha
Lagocki, POA

01/18/2018

**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) Shares were sold pursuant to a 10b5-1 Trading Plan in order to raise funds to pay the required withholding tax pursuant to the vesting of RSUs.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$440.36 to \$441.35, inclusive. The reporting person undertakes to provide to Equinix, Inc, any security holder of Equinix Inc, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes 3 through 7 to this Form 4.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$441.71 to \$442.44 inclusive.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$442.85 to \$443.67 inclusive.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$444.09 to \$444.53 inclusive.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$445.10 to \$446.05 inclusive.
- (7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$446.18 to \$446.47 inclusive.
- (8) On February 12, 2015, the reporting person was granted performance restricted stock units, the vesting of which was subject to both continued service and the degree to which a relative Total Shareholder Return target was attained for the period January 1, 2015 to December 31, 2017. The Compensation Committee certified that the payout for this award would be 200% (out of a possible 200%) of the target to the reporting person based on the degree to which Equinix performed against the Russell 1000 Index.
- (9) Restricted stock unit award expires upon reporting person's termination of employment.
- (10) Vesting is dependent upon continuous active service as an employee, consultant or director of the Company or a subsidiary of the Company (Service) throughout the vesting period. The Restricted Stock Units shall vest as follows: 33.33% of the RSUs vesting on January 15, 2016 and an additional 33.33% of the RSUs vesting on January 15, 2017 and January 15, 2018.

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Vesting is dependent upon continuous active service as an employee, consultant or director of the Company or a subsidiary of the
(11) Company (Service) throughout the vesting period. The Restricted Stock Units shall vest as follows: 33.33% of the RSUs vesting on January 15, 2017 and an additional 33.33% of the RSUs vesting on January 15, 2018 and January 15, 2019.

Vesting is dependent upon continuous active service as an employee, consultant or director of the Company or a subsidiary of the
(12) Company (Service) throughout the vesting period. The Restricted Stock Units shall vest as follows: 33.33% of the award is scheduled to vest on January 15, 2018, with an additional 33.33% units scheduled to vest on each of January 15, 2019 and January 15, 2020.

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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