

FERRIS PETER
Form 4
February 17, 2012

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 *
FERRIS PETER

(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)
02/15/2012

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 Sales 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 02/15/2012 | | M | V Amount (A) or (D) Price | 7,262 A \$ 0 | 55,843 | D |
| Common Stock | 02/16/2012 | | S ⁽¹⁾ | 3,420 D \$ 133.9443 | 52,423 ⁽³⁾ | D | |
| Common Stock | | | | | 276 | I | As custodian for children's shares |

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) | 8. Pr Deriv Secur (Instr | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Units | \$ 0 | 02/15/2012 | | M | 4,500 | (4) (5) | | Common Stock | 4,500 |
| Restricted Stock Units | \$ 0 | 02/15/2012 | | M | 2,762 | (6) (5) | | Common Stock | 2,762 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FERRIS PETER ONE LAGOON DRIVE REDWOOD CITY, CA 94065 | | | Chief Sales Officer | |

Signatures

Darrin B. Short,
Attorney-in-Fact 02/17/2012

**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 restricted stock units.
- (2)

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The average price of \$133.9443 consists of the following blocks of shares: 100 shares sold at \$130.30, 100 at \$131.50, 200 at \$132.51, 100 at \$132.56, 100 at \$132.69, 100 at \$132.70, 100 at \$132.84, 100 at \$133.18, 100 at \$133.27, 100 at \$133.29, 100 at \$133.45, 100 at \$133.90, 200 at \$134.04, 100 at \$134.08, 100 at \$134.24, 100 at \$134.32, 100 at \$134.53, 100 at \$134.73, 100 at \$134.74, 259 at \$134.90, 461 at \$134.91, 300 at \$134.92, 100 at \$135.00, 100 at \$135.03 and 100 at \$135.36.

- (3) Includes 221 shares acquired under the Equinix, Inc. Employee Stock Purchase Plan on February 14, 2012.

- (4) On March 9, 2009, the reporting person was granted restricted stock units, the vesting of which was subject to both continued service and the attainment of certain revenue and EBITDA targets for 2009. These targets were achieved to the maximum extent, therefore 50% of the award vested on 2/12/10, with 25% additional units scheduled to vest on each of February 15, 2011 and February 15, 2012, subject solely to continued service.

- (5) Restricted stock unit award expires upon reporting person's termination of employment.

- (6) On February 11, 2010, the reporting person was granted performance restricted stock units, the vesting of which was subject to both continued service and the attainment of certain revenue and EBITDA targets for 2010. These targets were achieved at the rate of 110.5% out of a possible 120%, therefore 50% of the achievement level of the award vested on 2/17/2011, with 25% additional units of the achievement level of the award scheduled to vest on each of February 15, 2012 and February 15, 2013, subject solely to continued service.

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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