

EQUINIX INC
Form 4
February 18, 2016

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 *
Smith Stephen M

(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)
02/16/2016

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)
CEO & President

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	02/16/2016		M		2,905	A	\$ 0
Common Stock	02/16/2016		M		8,936	A	\$ 0
Common Stock	02/16/2016		S ⁽¹⁾		1,898	D	\$ 285.3076
Common Stock	02/16/2016		S ⁽¹⁾		1,915	D	\$ 286.0077
	02/16/2016		S ⁽¹⁾		700	D	

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Common Stock					\$ 287.1907 <u>(4)</u>		
Common Stock	02/16/2016	S ⁽¹⁾	600	D	\$ 289.1633 <u>(5)</u>	44,623	D
Common Stock	02/16/2016	S ⁽¹⁾	500	D	\$ 290.276 <u>(6)</u>	44,123	D
Common Stock	02/16/2016	S ⁽¹⁾	486	D	\$ 290.8926 <u>(7)</u>	43,637	D
Common Stock	02/17/2016	S ⁽¹⁾	400	D	\$ 286.86 <u>(8)</u>	43,237	D
Common Stock	02/17/2016	S ⁽¹⁾	1,628	D	\$ 287.7928 <u>(9)</u>	41,609	D
Common Stock	02/17/2016	S ⁽¹⁾	1,000	D	\$ 288.8719 <u>(10)</u>	40,609	D
Common Stock	02/17/2016	S ⁽¹⁾	801	D	\$ 289.8537 <u>(11)</u>	39,808	D
Common Stock	02/17/2016	S ⁽¹⁾	400	D	\$ 290.6951 <u>(12)</u>	39,408	D
Common Stock	02/17/2016	S ⁽¹⁾	300	D	\$ 291.9503 <u>(13)</u>	39,108	D
Common Stock	02/17/2016	S ⁽¹⁾	1,100	D	\$ 293.5945 <u>(14)</u>	38,008	D
Common Stock	02/17/2016	S ⁽¹⁾	695	D	\$ 294.4908 <u>(15)</u>	37,313	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)

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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. Price or Value of Underlying Securities (Instr. 3 and 4)
Restricted Stock Units	\$ 0	02/16/2016		M	2,905	(16) (17)	Common Stock	2,905
Restricted Stock Units	\$ 0	02/16/2016		M	8,936	(18) (17)	Common Stock	8,936

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Smith Stephen M ONE LAGOON DRIVE REDWOOD CITY, CA 94065	X		CEO & President	

Signatures

Darrin B. Short,
Attorney-in-Fact
02/18/2016

**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 \$284.64 to \$285.6304, 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 \$285.68 to \$286.5629 inclusive.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$286.70 to \$287.64 inclusive.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$288.63 to \$289.59 inclusive.

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- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$289.78 to \$290.75 inclusive.
- (7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$290.8325 to \$291.01 inclusive.
- (8) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$286.30 to \$287.28, 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 9 through 15 to this Form 4.
- (9) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$287.36 to \$288.36 inclusive.
- (10) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$288.37 to \$289.25 inclusive.
- (11) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$289.40 to \$290.33 inclusive.
- (12) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$290.43 to \$291.33 inclusive.
- (13) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$291.58 to \$292.16 inclusive.
- (14) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$293.15 to \$294.10 inclusive.
- (15) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$294.20 to \$294.86 inclusive.
- (16) On February 14, 2013, 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 2013. The Compensation Committee certified the degree to which the targets were achieved, therefore 50% of the award vested on February 28, 2014, 25% vested on February 15, 2015 and 25% vested on February 15, 2016, subject solely to continued service.
- (17) Restricted stock unit award expires upon reporting person's termination of employment.
- (18) On March 6, 2014, 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 2014. The Compensation Committee certified the degree to which the targets were achieved, therefore 50% of the award vested on February 13, 2015, 25% vested on February 15, 2016 and the remaining 25% are scheduled to vest on February 15, 2017, 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. 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.