

EQUINIX INC  
Form 4  
November 12, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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)  
11/10/2015

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Price  |   |  |                                   |
| Common Stock                    | 11/10/2015                           |  | A <sup>(1)</sup>               | 584 <sup>(1)</sup> A  | \$ 0 <sup>(1)</sup> 16,453 <sup>(1) (5)</sup>   | D  |                                   |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

Edgar Filing: EQUINIX INC - Form 4

| 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 of Derivative Security (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Restricted Stock Units                     | \$ 0   | 11/10/2015                           |  | A <sup>(2)</sup>               | 103<br>(2)  | (2)<br>(2)   | Common Stock  | 2,905<br>(2)                               |
| Restricted Stock Units                     | \$ 0   | 11/10/2015                           |  | A <sup>(3)</sup>               | 634<br>(3)  | (3)<br>(3)   | Common Stock  | 17,871<br>(3)                              |
| Restricted Stock Units                     | \$ 0   | 11/10/2015                           |  | A <sup>(4)</sup>               | 408<br>(4)  | (4)<br>(4)   | Common Stock  | 11,544<br>(4)                              |

## Reporting Owners

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

## Signatures

Darrin B. Short,  
Attorney-in-Fact  
11/12/2015

\*\*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) This report reflects shares received by the Reporting Person as a result of the Reporting Person's receipt of the pro rata portion of a special distribution declared by the Board of Directors of the issuer on September 28, 2015 and paid on November 10, 2015 (the "Special Distribution").

(2) Includes 103 previously unreported unvested performance stock units ("PSUs") allocated on November 10, 2015 in connection with the special distribution and associated with the previously reported RSU grant received by the reporting person on February 14, 2013, 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% of the award vested on February 15, 2015, and 25% of the award is scheduled to vest on February 15, 2016, subject solely to continued service.

## Edgar Filing: EQUINIX INC - Form 4

- Includes 634 previously unreported unvested performance stock units ("PSUs") allocated on November 10, 2015 in connection with the special distribution and associated with the previously reported RSU grant received by the reporting person on March 6, 2014, the vesting
- (3) 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 15, 2015, with 25% additional units scheduled to vest on each of February 15, 2016 and February 15, 2017, subject solely to continued service.
- Includes 408 additional unvested restricted stock units ("RSUs") allocated on November 10, 2015 in connection with the Special
- (4) Distribution and associated with the previously reported RSU grant received by the reporting person on February 12, 2015. Subject to continuous Service throughout the vesting period, 33.33% of the award is scheduled to vest on January 15, 2016, with an additional 33.33% units scheduled to vest on each of January 15, 2016 and January 15, 2017.
- (5) Includes 27 shares acquired under the Equinix, Inc. Employee Stock Purchase Plan on August 14, 2015.

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.