

Schwartz Eric
 Form 4
 February 20, 2019

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 *
 Schwartz Eric

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 02/15/2019

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

ONE LAGOON DRIVE

President, Equinix EMEA

(Street)

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

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

REDWOOD CITY, CA 94065

(City) (State) (Zip)

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 | 02/15/2019 | | M | | 1,163 A \$ 0 | 4,654 ⁽¹⁾ | D |
| Common Stock | 02/15/2019 | | M | | 1,055 A \$ 0 | 5,709 | D |
| Common Stock | 02/19/2019 | | S ⁽²⁾ | | 200 D \$ 419.085 ⁽³⁾ | 5,509 | D |
| Common Stock | 02/19/2019 | | S ⁽²⁾ | | 200 D \$ 422.015 ⁽⁴⁾ | 5,309 | D |
| Common Stock | 02/19/2019 | | S ⁽²⁾ | | 300 D \$ 424.34 ⁽⁵⁾ | 5,009 | D |

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| | | | | | | | |
|--------------|------------|------------------|-----|---|------------------------|-------|---|
| Common Stock | 02/19/2019 | S ⁽²⁾ | 400 | D | \$ 425.7125 (6) | 4,609 | D |
| Common Stock | 02/19/2019 | S ⁽²⁾ | 200 | D | \$ 426.92 (7) | 4,409 | D |
| Common Stock | 02/19/2019 | S ⁽²⁾ | 400 | D | \$ 427.6875 (8) | 4,009 | D |
| Common Stock | 02/19/2019 | S ⁽²⁾ | 200 | D | \$ 428.945 (9) | 3,809 | D |
| Common Stock | 02/19/2019 | S ⁽²⁾ | 318 | D | \$ 431.3176 (10) | 3,491 | 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. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Restricted Stock Units | \$ 0 | 02/15/2019 | | M | 1,163 | (11) (12) | Common Stock | 1,163 |
| Restricted Stock Units | \$ 0 | 02/15/2019 | | M | 1,055 | (13) (12) | Common Sstock | 1,055 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

Schwartz Eric
ONE LAGOON DRIVE
REDWOOD CITY, CA 94065

President, Equinix EMEA

Signatures

Samantha
Lagocki, POA

02/20/2019

 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) Includes 57 shares acquired under the Equinix, Inc. Employee Stock Purchase Plan on February 14, 2019.
- (2) Shares were sold pursuant to a 10b5-1 Trading Plan.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$418.74 to \$419.43, 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 4 through 10 to this Form 4.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$421.90 to \$422.13 inclusive.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$424.08 to \$424.47 inclusive.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$425.12 to \$425.94 inclusive.
- (7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$426.48 to \$427.36 inclusive.
- (8) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$427.50 to \$428.15 inclusive.
- (9) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$428.94 to \$428.95 inclusive.
- (10) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$431.00 to \$431.81 inclusive.
- (11) On March 16, 2016, the reporting person was granted performance restricted stock units, the vesting of which was subject to both continued service and the attainment of certain AFFO, Revenue and EBITDA targets for 2016. The Compensation Committee certified the degree to which the targets were achieved, therefore 50% of the award vested on February 17, 2017, 25% will vest on February 15, 2018 and the remaining 25% will on February 15, 2019, subject solely to continued service.
- (12) Restricted stock unit award expires upon reporting person's termination of employment.
- (13) On February 16, 2017, the reporting person was granted performance restricted stock units, the vesting of which was subject to both continued service and the attainment of certain AFFO, Revenue and EBITDA targets for 2017. The Compensation Committee certified the degree to which the targets were achieved, therefore 50% of the award vested on February 28, 2018, 25% will vest on February 15, 2019 and the remaining 25% will on February 15, 2020, 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.