

Switch & Data Facilities Company, Inc.

Form 425

October 21, 2009

October 2009

Switch and Data

Acquisition Overview

NASDAQ: EQIX

Filed by Equinix, Inc.

Edgar Filing: Switch & Data Facilities Company, Inc. - Form 425

Pursuant to Rule 425 under the Securities Act of 1933
and deemed filed pursuant to Rule 14a-12
of the Securities Exchange Act of 1934

Subject Company:

Switch & Data Facilities Company, Inc.
(Commission File No. 001-33302)

2

Public Disclosure Statement

Except for historical information, our presentation today contains forward-looking statements which include words such as believe , anticipate and expect . These forward-looking statements involve risks and uncertainties that may cause Equinix 's actual results to differ materially from those expressed or implied by these statements. Factors that may affect Equinix 's results are

summarized in our annual report on Form 10-K filed February 26, 2009, and quarterly report on Form 10-Q filed on July 29, 2009.

Equinix assumes no obligation and does not intend to update forward-looking statements made in this presentation.

FORWARD
LOOKING
STATEMENTS

Equinix
Announces Agreement to
Acquire
Switch and Data
Definitive
Agreement
-
Announced
October

21,
2009

Transaction valued at approximately \$689 million based on closing price of Equinix stock on October 20, 2009

Overall
consideration

paid
by
Equinix
will
be
80%

Equinix
stock
and
20%
cash

Switch and Data stockholders will have the opportunity to elect to receive 0.19409 shares of Equinix

stock or \$19.06 for each share of Switch and Data stock, subject to pro-rata adjustment to achieve the 80/20 mix of stock and cash

Expected to qualify as a tax-free exchange to Switch and Data's stockholders with respect

to
the
stock
portion
of
the
merger
consideration

an
amount
of
the
cash
portion
of
the
merger
consideration

may
be
replaced
by
an
equivalent
amount
of

Equinix
stock

to the extent necessary to achieve this

Switch and Data directors, executive officers, and certain significant Stockholders have agreed to vote 35% of Switch and Data's outstanding shares in favor of the transaction

The transaction is expected to close in the first quarter of 2010 subject to customary closing conditions, including the approval of Switch and Data's stockholders and

regulatory approvals

3

4

4

Business Drivers for Acquisition
of Switch and Data

Investing in our core business with measured and fully-funded
expansion plan

Stronger balance sheet for combined expansion capacity

DISCIPLINED

EXPANSION

SUSTAINABLE

DIFFERENTIATION

High levels of network connectivity, operational reliability and global capabilities

Access to broader North American reach for latency-sensitive applications

CUSTOMER

FOCUS

Committed to our customers

success

Expanded capacity and new markets

INDUSTRY

LEADERSHIP

Leading market position in data center services

A leading Global Provider with over 6M gross Sq Ft worldwide

STOCKHOLDER

VALUE

Increased scale and potential synergies reduce operating costs

Accretive to Equinix stand alone cash flow going forward

Favorable industry trends fueling increasing demand

Adds 16 additional North American markets

MARKET

MOMENTUM

5

Data Center Hosting Services Landscape

Sources: Gartner Nov 2008 & Ovum 2009,

The North American datacenter market is highly fragmented, with over 350 companies providing Internet Data Center services

Growth in the North American Web hosting market is supported by multiple, strong fundamental trends, including:

Utility computing (including virtualization)

The growth in Web content and applications

North American Web Hosting Market, 2008-2012

(Millions of U.S. Dollars)

Colocation

Colocation

Managed

Managed

Infrastructure

Infrastructure

Hosting

Hosting

Application

Application

Hosting

Hosting

Cloud/Utility

Cloud/Utility

Level of IT

Complexity

Low

Hi

6
6
Market leading ecosystem built
to deliver low latency services
Sustainable Differentiation
Equinix: Providing a Unique Ecosystem

With
every

major
domestic
and
international
network

as

a

customer,

Equinix

acts

like

an

airport

hub,

connecting businesses to the routes/carriers that lead most directly to the desired destination

The Hub of the Internet

Content Services Hub

Interconnecting the largest array of
networks and content providers

Connecting providers and customers

of cloud computing with the key

network and content players

Content Services Hub

Financial Services Hub

Enterprise Computing Hub

The Hub of the Internet

| |
|-----------------|
| 7 |
| Market Momentum |
| Industry Trends |
| 299 |
| 797 |
| 1,728 |
| 2,849 |
| 4,554 |
| 6,767 |

9,681
0
2,000
4,000
6,000
8,000
10,000
12,000
2006
2007
2008
2009E
2010E
2011E
2012E
4,234
6,658
10,803
16,195
24,019
32,489
43,551
0
10,000
20,000
30,000
40,000
50,000
2006
2007
2008
2009E
2010E
2011E
2012E
\$46
\$56
\$71
\$89
\$114
\$150
--
\$40.0
\$80.0
\$120.0
\$160.0
2008
2009E
2010E
2011E

2012E
2013E
1,350
26
410
253
125
60
--
200
400
600
800
1,000
1,200
1,400
1,600
2004
2005
2006
2007
2008
2009E

(Thousands of peak messages per second)

(Revenue, \$ in Billions)

Source: Gartner (2009).

Source:

Cisco

Visual

Networking

Index

Forecast

and

Methodology,

2007 2012.

GLOBAL IP TRAFFIC

US TRADING VOLUME

GLOBAL CLOUD SERVICES REVENUE

GLOBAL CONSUMER VIDEO TRAFFIC

(Petabytes

per month)

(Petabytes

per month)

Source:

Cisco

Visual

Networking

Index

Forecast
and
Methodology,
2007 2012.

8
8
Our Customer Base
CONTENT
FINANCIAL
NETWORK
ENTERPRISE
GLOBAL
RECURRING

REVENUE

CONTRIBUTION

(1)

26%

17%

20%

37%

(1) Q3 '09 Global MRR billing (excluding Netherlands).

Blue chip customer base that is diversified across our key business segments

Switch and Data
Unique Data Center Footprint
Chicago
Los Angeles
New York
Area
Dallas/Irving
Silicon Valley
Washington, D.C.

Phoenix
Denver
Miami
Tampa
Atlanta
Indianapolis
Boston
Detroit
Buffalo
Cleveland
Philadelphia
Pittsburgh
Nashville
Seattle
Toronto
St. Louis
Equinix

Switch and Data

Sources: Wall Street research and press releases

Data Center Footprint Comparison

9

Switch and Data Has 22 Markets & 34 Data Centers In North America

Expansion Markets:

Switch and Data provides a footprint in key new markets (Atlanta, Denver, Miami, Seattle, Toronto)

Performance:

positions Equinix

to meet the needs of key network & cloud providers

Growth:

expands our growth/investment prospects

Capacity:

provides incremental inventory in key overlap markets that our sales engine can utilize

Interconnection:

strengthens

our

interconnection

presence

in

key

metros

Scale:

Equinix

can achieve significant operational and financial synergies

Strategic Rationale

Global Service Delivery Platform

in the Right Markets

Located where the Cable Systems Interconnect the World

Connecting over 350+ Network Providers Around the Globe

10

Sources: Telegeography & Equinix

Equinix will have a presence in 9 of the Top 10 markets in North America

and 13 of the top 20 Highest Capacity Internet Hubs in the World

Comparative Stats

Equinix*

Switch and Data**

2008 Revenues

\$704.7 million

\$171.5 million

Markets

18 markets in 10 countries

in US, EU and AP

22 markets in North America

Data Centers

45*

34**

Gross Square Ft

> 5.0 million

1.1 million

Cabinet Capacity

58,200*

~13,000**

Reported Utilization

81%*

~61%**

Customers

2,522*

979**

Ticker/Market

EQIX (NASDAQ)

SDXC (NASDAQ)

Corporate

Headquarters

Foster City, CA

Tampa, FL

URL

www.equinix.com

www.switchanddata.com

Prominent Customer

Names

IBM, AT&T, Verizon,

Google, Amazon, MSN,

Sprint, Qwest

Akamai, Comcast, DirecTV,

Limelight, Neuberger Berman,

NTT, Verisign

11

* As announced by Equinix

on Q3 results conference call on October 21, 2009; ** As announced by Switch and Data on Q2 results conference call on Jul

12
This communication may be deemed to be solicitation material in respect of the proposed transaction between
Equinix
and
Switch
and
Data.
In
connection

with
the
proposed
transaction
involving
Equinix
and
Switch
and
Data,
Equinix
plans to file with the SEC a Registration Statement on Form S-4 containing a Proxy Statement/Prospectus and each of
Equinix
and Switch and Data plan to file with the SEC other documents regarding the proposed transaction. The definitive
Proxy
Statement/Prospectus
will
be
mailed
to
stockholders
of
Switch
and
Data.

**SWITCH
AND
DATA
STOCKHOLDERS**

**ARE URGED TO READ THE PROXY STATEMENT/PROSPECTUS AND OTHER DOCUMENTS FILED WITH THE SEC
CAREFULLY IN THEIR ENTIRETY WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPOR
INFORMATION ABOUT THE PROPOSED TRANSACTION.**

Switch and Data stockholders will be able to obtain free copies of the Registration Statement and the Proxy
Statement/Prospectus

(when
available)
and
other
documents
filed
with
the
SEC
by
Equinix
and
Switch
and
Data
through

the website maintained by the SEC at *www.sec.gov*. In addition, Switch and Data stockholders will be able to obtain free copies of the Registration Statement and the Proxy Statement/Prospectus (when available) and other documents filed with the SEC from Equinix

by directing a request to Equinix, Inc., 301 Velocity Way, Fifth Floor, Foster City, CA 94404, Attention:

Investor

Relations

(telephone:

888-222-1162)

or

going

to

Equinix's

corporate

website

at

www.equinix.com,

or

from

Switch

and

Data

by

directing

a

request

to

Switch

&

Data

Facilities

Company,

Inc.,

1715

Westshore

Boulevard,

Suite

650,

Tampa,

FL 33607, Attention: Investor Relations (telephone: 866-797-2633) or going to Switch and Data's corporate website at www.switchanddata.com.

Equinix, Switch and Data and their respective directors and executive officers may be deemed to be participants

in

the

solicitation

of

proxies

in

respect

of

the
proposed
transaction.
Information
regarding
Equinix's
directors
and
executive
officers
is
contained
in
its
annual
proxy
statement
filed
with
the
SEC
on
April
23,
2009.

Information
regarding

Switch and Data's directors and executive officers is contained in Switch and Data's annual proxy statement filed with the SEC on April 6, 2009. Additional information regarding the interests of such potential participants will be included in the Proxy Statement/Prospectus and the other relevant documents filed with the SEC (when available).

Important Information
for Investors and Stockholders