

Smith Stephen M
Form 4
February 18, 2009

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Smith Stephen M

(Last) (First) (Middle)

301 VELOCITY WAY

(Street)

FOSTER CITY, CA 94404

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/13/2009

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chief Executive Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	02/13/2009		M	20,000	A \$ 0	90,159	D
Common Stock	02/17/2009		S ⁽³⁾	9,350	D \$ 49.4588	81,133 ⁽⁵⁾	D

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

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information contained in this form are not
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(9-02)

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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. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	02/13/2009		A		40,000		(1)	(2)	Common Stock	40,000
Restricted Stock Units	\$ 0	02/13/2009		M		20,000		(1)	(2)	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Smith Stephen M 301 VELOCITY WAY FOSTER CITY, CA 94404	Chief Executive Officer

Signatures

Darrin B. Short,
Attorney-in-Fact 02/18/2009

__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) On January 31, 2008, the reporting person was granted 40,000 restricted stock units, the vesting of which was subject to both continued service and the attainment of certain revenue and EBITDA targets for 2008. These targets were achieved, therefore 50% of the award vested on 2/13/09, with 25% additional units scheduled to vest on each of February 15, 2010 and February 15, 2011, subject solely to continued service.

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

(3) Shares sold pursuant to a 10b5-1 Trading Plan.

(4) The average price of \$49.4588 consists of the following blocks of shares: 300 shares sold at \$48.67, 59 at \$48.84, 340 at \$48.90, 100 at \$48.9325, 100 at \$48.94, 79 at \$48.96, 172 at \$48.97, 500 at \$48.99, 100 at \$49.00, 300 at \$49.02, 400 at \$49.03, 400 at \$49.09, 100 at \$49.10, 200 at \$49.18, 100 at \$49.21, 100 at \$49.22, 100 at \$49.24, 100 at \$49.26, 200 at \$49.32, 400 at \$49.37, 200 at \$49.38, 100 at \$49.48, 500 at \$49.49, 400 at \$49.50, 100 at \$49.54, 500 at \$49.59, 100 at \$49.60, 200 at \$49.62, 300 at \$49.63, 100 at \$49.66, 300 at \$49.69, 500 at \$49.85, 100 at \$49.93, 300 at \$49.94, 300 at \$49.95, 600 at \$50.00, 200 at \$50.10, 100 at \$50.38, 100 at \$50.42, and 200 at \$50.52.

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(5) Includes 324 shares acquired under the Equinix, Inc. Employee Stock Purchase Plan on February 13, 2009.

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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