

Smith Stephen M
Form 4
February 19, 2013

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

OMB
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(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)

02/14/2013

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)
Common Stock	02/15/2013		M	43,324 A	\$ 0	72,118 ⁽¹⁾	D
Common Stock	02/19/2013		S ⁽²⁾	23,678 D	\$ 218.9643 ⁽³⁾ ⁽⁴⁾ ⁽⁵⁾	48,440	D

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

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SEC 1474
(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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Restricted Stock Units	\$ 0	02/14/2013		A		35,930		<u>(6)</u>	<u>(7)</u>	Common Stock	35,930
Restrictes Stock Units	\$ 0	02/15/2013		M		10,359		<u>(8)</u>	<u>(7)</u>	Common Stock	10,359
Restricted Stock Units	\$ 0	02/15/2013		M		15,000		<u>(9)</u>	<u>(7)</u>	Common Stock	15,000
Restricted Stock Units	\$ 0	02/15/2013		M		17,965		<u>(6)</u>	<u>(7)</u>	Common Stock	17,965

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

____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 182 shares acquired under the Equinix, Inc. Employee Stock Purchase Plan on February 14, 2013

(2) 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.

(3) The average price of \$218.9643 consists of the following blocks of shares: 100 shares sold at \$217.21, 100 at \$217.235, 100 at \$217.28, 100 at \$217.29, 100 at \$217.30, 100 at \$217.33, 100 at \$217.38, 200 at \$217.39, 100 at \$217.50, 100 at \$217.51, 100 at \$217.52, 300 at \$217.55, 200 at \$217.57, 100 at \$217.58, 300 at \$217.60, 100 at \$217.62, 200 at \$217.63, 100 at \$217.66, 200 at \$217.67, 200 at \$217.69.

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100 at \$217.70, 200 at \$217.71, 100 at \$217.72, 500 at \$217.73, 100 at \$217.74, 300 at \$217.75, 100 at \$217.76, 100 at \$217.78, 100 at \$217.79, 100 at \$217.82, 229 at \$217.83, 100 at \$217.84, 100 at \$217.86, 85 at \$217.88, 200 at \$217.89, 200 at \$217.90, 100 at \$217.92, 100 at \$217.94, 100 at \$217.98, 100 at \$218.01, 200 at \$218.03, 100 at \$218.07, 100 at \$218.13, 100 at \$218.15, 100 at \$218.16, 100 at \$218.18, 200 at \$218.21, 100 at \$218.22, 5 at \$218.37, 100 at \$218.42, 59 at \$218.43, 110 at \$218.44, 100 at \$218.45, 100 at \$218.46, 100 at \$218.48, 100 at \$218.51,

Additional blocks of shares were: 200 at \$218.52, 200 at \$218.58, 295 at \$218.605, 200 at \$218.66, 100 at \$218.67, 400 at \$218.71, 100 at \$218.73, 100 at \$218.74, 200 at \$218.77, 100 at \$218.78, 400 at \$218.79, 100 at \$218.80, 200 at \$218.81, 300 at \$218.82, 100 at \$218.83, 100 at \$218.85, 100 at \$218.90, 300 at \$218.91, 200 at \$218.94, 300 at \$218.95, 100 at \$218.96, 100 at \$218.98, 300 at \$218.99, (4) 100 at \$219.00, 300 at \$219.04, 200 at \$219.05, 200 at \$219.06, 80 at \$219.07, 20 at \$219.08, 100 at \$219.09, 100 at \$219.12, 200 at \$219.21, 100 at \$219.26, 200 at \$219.27, 200 at \$219.28, 100 at \$219.29, 100 at \$219.33, 100 at \$219.34, 100 at \$219.39, 100 at \$219.47, 200 at \$219.48, 100 at \$219.49, 300 at \$219.50, 200 at \$219.51, 200 at \$219.52, 400 at \$219.53, 300 at \$219.54, 200 at \$219.55, 100 at \$219.61, 100 at \$219.63, 200 at \$219.64, 100 at \$219.66, 100 at \$219.68,

Additional blocks of shares were: 100 at \$219.69, 300 at \$219.70, 200 at \$219.71, 200 at \$219.72, 300 at \$219.74, 200 at \$219.75, 74 at \$219.76, 26 at \$219.77, 100 at \$219.78, 100 at \$219.79, 100 at \$219.82, 100 at \$219.84, 300 at \$219.87, 127 at \$219.89, 200 at \$219.91, (5) 100 at \$219.92, 197 at \$219.94, 71 at \$219.95, 500 at \$220.00, 200 at \$220.01, 200 at \$220.02, 86 at \$220.04, 300 at \$220.05, 300 at \$220.06, 100 at \$220.07, 200 at \$220.08, 100 at \$220.09, 200 at \$220.10, 100 at \$220.12, 100 at \$220.14, 100 at \$220.21, 100 at \$220.23, 100 at \$220.28, 100 at \$220.29, 169 at \$220.30, 200 at \$220.32, 44 at \$220.35, 1 at \$220.48, 100 at \$220.71, 100 at \$220.75, 100 at \$220.84, 100 at \$221.03, 100 at \$221.17, 200 at \$221.30 and 100 at \$221.35.

On February 21, 2012, 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 2012. These targets were achieved at the rate of 119.77% (6) out of a possible 120%. Therefore 50% of the achievement level of the award vested on 2/15/2013, with 25% additional units of the achievement level of the award scheduled to vest on each of February 15, 2014 and February 15, 2015, subject solely to continued service.

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

On February 11, 2010, 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 2010. These targets were achieved at the rate of 110.5% (8) out of a possible 120%, therefore 50% of the achievement level of the award vested on 2/17/2011, with 25% additional units of the achievement level of the award scheduled to vest on each of February 15, 2012 and February 15, 2013, subject solely to continued service.

- (9) On February 23, 2011, 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 2011. These targets were achieved to the maximum extent, and, therefore, 50% of the award vested on February 22, 2012, with 25% additional units scheduled to vest on each of February 15, 2013 and February 15, 2014, 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.

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