

EQUINIX INC

Form 4

January 20, 2016

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 *
Baack Sara

(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)
01/15/2016

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 Marketing 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 | 01/15/2016 | | M | 2,855 A | \$ 0 | 7,572 | D |
| Common Stock | 01/15/2016 | | M | 950 A | \$ 0 | 8,522 | D |
| Common Stock | 01/19/2016 | | S ⁽¹⁾ | 206 D | \$ 291.5915 (2) | 8,316 | D |
| Common Stock | 01/19/2016 | | S ⁽¹⁾ | 609 D | \$ 292.7083 (3) | 7,707 | D |
| | 01/19/2016 | | S ⁽¹⁾ | 300 D | | 7,407 | D |

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| | | | | | | | |
|--------------|------------|------|-----|---|--------------------|-------|---|
| Common Stock | | | | | \$ 293.9 (4) | | |
| Common Stock | 01/19/2016 | S(1) | 400 | D | \$ 295.4225 (5) | 7,007 | D |
| Common Stock | 01/19/2016 | S(1) | 94 | D | \$ 296.97 | 6,913 | D |
| Common Stock | 01/19/2016 | S(1) | 100 | D | \$ 298.64 | 6,813 | D |
| Common Stock | 01/19/2016 | S(1) | 300 | D | \$ 302.2967 (6) | 6,513 | D |

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

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(9-02)

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| | | | | Code | V | (A) | (D) | |
| Restricted Stock Units | \$ 0 | 01/15/2016 | | A | | 2,855 | (7) (8) | Common Stock 2,855 |
| Restricted Stock Units | \$ 0 | 01/15/2016 | | M | | 2,855 | (7) (8) | Common Stock 2,855 |
| Restricted Stock Units | \$ 0 | 01/15/2016 | | M | | 950 | (9) (8) | Common Stock 725 |

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners

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Director 10% Owner Officer

Other

Baack Sara
ONE LAGOON DRIVE
REDWOOD CITY, CA 94065

Chief Marketing Officer

Signatures

Darrin B. Short,
Attorney-in-Fact

01/20/2016

__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) 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.

- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$291.30 to \$291.88, 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 2, 3 and 4 to this Form 4.

- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$292.53 to \$293.40 inclusive.

- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$293.55 to \$294.24 inclusive.

- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$295.05 to \$299.95 inclusive.

- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$302.19 to \$302.36 inclusive.

- (7) On March 6, 2014, the reporting person was granted performance restricted stock units, the vesting of which was subject to both continued service and the degree to which a relative Total Shareholder Return target was attained for the period January 1, 2014 to December 31, 2015. The Compensation Committee certified that the payout for this award would be 200% (out of a possible 200%) of the target units granted to the reporting person based on the degree to which Equinix performed against the Russell 1000 Index.

- (8) Restricted Stock Unit award expires upon reporting person's termination of services.

- (9) Vesting is dependent upon continuous active service as an employee, consultant or director of the Company or a subsidiary of the Company (Service) throughout the vesting period. The Restricted Stock Units shall vest as follows: 33.33% of the RSUs vesting on January 15, 2016 and an additional 33.33% of the RSUs vesting on January 15, 2017 and January 15, 2018.

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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