

EQUINIX INC
Form 4
February 18, 2016

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

(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)
02/16/2016

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)

President, Equinix Europe

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 02/16/2016 | | M | | 608 A \$ 0 | 8,700 | D |
| Common Stock | 02/16/2016 | | M | | 1,965 A \$ 0 | 10,665 | D |
| Common Stock | 02/16/2016 | | S ⁽¹⁾ | | 700 D \$ 285.44 ⁽²⁾ | 9,965 | D |
| Common Stock | 02/16/2016 | | S ⁽¹⁾ | | 201 D \$ 286.3169 ⁽³⁾ | 9,764 | D |
| Common Stock | 02/16/2016 | | S ⁽¹⁾ | | 474 D \$ 290.8728 | 9,290 | D |

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| | | | | | (4) | | |
|--------------|------------|------------------|-----|---|---------------------|-------|---|
| Common Stock | 02/17/2016 | S ⁽⁵⁾ | 200 | D | \$ 286.575 (6) | 9,090 | D |
| Common Stock | 02/17/2016 | S ⁽⁵⁾ | 501 | D | \$ 288.0882 (7) | 8,589 | D |
| Common Stock | 02/17/2017 | S ⁽⁵⁾ | 881 | D | \$ 290.9364 (8) | 7,708 | D |
| Common Stock | 02/17/2016 | S ⁽⁵⁾ | 314 | D | \$ 291.5738 (9) | 7,394 | D |
| Common Stock | 02/17/2016 | S ⁽⁵⁾ | 400 | D | \$ 293.7925 (10) | 6,994 | 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. Pr Deriv Secur (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------------------------|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | Code | V (A) (D) | | | | |
| Restricted Stock Units | \$ 0 | 02/16/2016 | | M | 608 | (11) | (12) | Common Stock | 608 |
| Restricted Stock Units | \$ 0 | 02/16/2016 | | M | 1,965 | (13) | (12) | Common Stock | 1,965 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Schwartz Eric ONE LAGOON DRIVE REDWOOD CITY, CA 94065 | | | President, Equinix Europe | |

Signatures

Darrin B. Short,
Attorney-in-Fact

02/18/2016

__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 \$284.88 to \$285.77, 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 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 \$285.94 to \$286.70 inclusive.

(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$290.54 to \$291.11 inclusive.

(5) Shares were sold pursuant to a 10b5-1 Trading Plan

(6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$286.34 to \$286.81, 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 7 through 10 to this Form 4.

(7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$287.78 to \$288.69 inclusive.

(8) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$290.23 to \$291.20 inclusive.

(9) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$291.27 to \$292.16 inclusive.

(10) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$293.51 to \$294.10 inclusive.

(11) On February 14, 2013, 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 2013. The Compensation Committee certified the degree to which the targets were achieved, therefore 50% of the award vested on February 28, 2014, 25% vested on February 15, 2015 and 25% vested on February 15, 2016, subject solely to continued service.

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

(13) 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 attainment of certain revenue and EBITDA targets for 2014. The Compensation Committee certified the degree to which the targets were achieved, therefore 50% of the award vested on February 13, 2015, 25% vested on February 15, 2016 and the remaining 25% are scheduled to vest on February 15, 2017, 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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