

EQUINIX INC

Form 4

November 26, 2014

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 *
Meyers Charles J

(Last) (First) (Middle)

ONE LAGOON DRIVE, 4TH
FLOOR

(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)
11/25/2014

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 Operating 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	11/25/2014		A ⁽¹⁾	24 ⁽¹⁾ A	\$ 0 ⁽¹⁾ 737 ⁽¹⁾	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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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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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. Price of Derivative Security (Instr. 5)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0	11/25/2014		A ⁽²⁾		201 ⁽²⁾		⁽²⁾	⁽²⁾	Common Stock	201 ⁽²⁾	\$ 0
Restricted Stock Units	\$ 0	11/25/2014		A ⁽³⁾		87 ⁽³⁾		⁽³⁾	⁽³⁾	Common Stock	87 ⁽³⁾	\$ 0
Restricted Stock Units	\$ 0	11/25/2014		A ⁽⁴⁾		54 ⁽⁴⁾		⁽⁴⁾	⁽⁴⁾	Common Stock	54 ⁽⁴⁾	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Meyers Charles J ONE LAGOON DRIVE 4TH FLOOR REDWOOD CITY, CA 94065			Chief Operating Officer	

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) This report reflects shares received by the Reporting Person as a result of the Reporting Person's receipt of his pro rata portion of a special distribution declared by the Board of Directors of the Company on October 16, 2014 and paid on November 25, 2014 (the "Special Distribution").

(2) Includes 201 additional unvested restricted stock units ("RSUs") allocated on November 5, 2014 in connection with the special distribution and associated with the previously reported RSU grant received by the Reporting Person on August 14, 2013. Subject to continuous service throughout the vesting period, the first 25% of the restricted stock units shall vest on September 1, 2014, and an additional 25% shall vest on each September 1st thereafter until fully vested.

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- (3) Includes 87 additional unvested performance stock units ("PSUs") allocated on November 25, 2014 in connection with the special distribution and associated with the previously reported RSU grant received by the Reporting Person on February 21, 2012. The vesting of which was subject to both continued service and the attainment of certain revenue and EBITDA targets for 2012. The Compensation Committee certified the degree to which the targets were achieved, 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.

- (4) Includes 54 additional unvested performance stock units ("PSUs") allocated on November 25, 2014 in connection with the Special Distribution and associated with the previously reported RSU Grant received by the reporting person on February 14, 2013. 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, with 25% additional units scheduled to vest on each of February 15, 2015 and February 15, 2016, 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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