

EQUINIX INC
Form 4
November 26, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
LYONS IRVING F III

(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
 Officer (give title below) Other (specify below)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | 11/25/2014 | | A ⁽¹⁾ | 225 ⁽¹⁾ A \$0 ⁽¹⁾ | 9,794 ⁽¹⁾ | D | |

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

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

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date; provided that, in either case, the Reporting Person remains in continuous service through such vesting date. Pursuant to a deferral election, vested shares will be delivered to the Reporting Person thirty days after the Reporting Person's separation from service or earlier in the event the Company is subject to a change in control event or in the event of the Reporting Person's death.

- Reflects 42 additional unvested Restricted Stock Units ("RSUs") 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 June 5, 2013. The RSUs shall vest on the earlier of (i) the one-year anniversary of the grant date or (ii) if the Reporting Person does not stand for re-election as a
- (3) director of the Company, the date of the regular meeting of the Company's stockholders held in the calendar year subsequent to the grant date; provided that, in either case, the Reporting Person remains in continuous service through such vesting date. Pursuant to a deferral election, vested shares will be delivered to the Reporting Person thirty days after the Reporting Person's separation from service or earlier in the event the Company is subject to a change in control event or in the event of the Reporting Person's death.

- Reflects 42 additional unvested Restricted Stock Units ("RSUs") 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 June 4, 2014. The RSUs shall vest on the earlier of (i) the one-year anniversary of the grant date or (ii) if the Reporting Person does not stand for re-election as a
- (4) director of the Company, the date of the regular meeting of the Company's stockholders held in the calendar year subsequent to the grant date; provided that, in either case, the Reporting Person remains in continuous service through such vesting date. Pursuant to a deferral election, vested shares will be delivered to the Reporting Person thirty days after the Reporting Person's separation from service or earlier in the event the Company is subject to a change in control event or in the event of the Reporting Person's death.

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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