

EQUINIX INC
Form 4/A
February 27, 2008

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 *
Crossover Fund V Management,
L.L.C.

(Last) (First) (Middle)

TWO EMBARCADERO
CENTER, SUITE 2200

(Street)

SAN FRANCISCO, CA 94111

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EQUINIX INC [EQIX]

3. Date of Earliest Transaction
(Month/Day/Year)
02/21/2008

4. If Amendment, Date Original Filed(Month/Day/Year)
02/21/2008

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Affiliate of Director

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 | 02/21/2008 | | P | 112,363 A | \$ 70.27 475,865 | I | See Notes (1) (2) (3) (4) |
| Common Stock | 02/22/2008 | | P | 119,600 A | \$ 70.11 595,465 | I | See Notes (1) (2) (3) (4) |

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

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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)

| 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) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-----------------------|
| | Director | 10% Owner | Officer | Other |
| Crossover Fund V Management, L.L.C. TWO EMBARCADERO CENTER SUITE 2200 SAN FRANCISCO, CA 94111 | X | | | Affiliate of Director |

Signatures

Crossover Fund V Management, L.L.C., by Michael J. Stark, Senior Fund Manager 02/25/2008

__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).
- The reporting persons (the "Reporting Persons") are Crosslink Capital, Inc. ("Crosslink"), Crosslink Ventures IV Holdings, L.L.C. ("Ventures IV Holdings"), Crosslink Verwaltungs GmbH ("Verwaltungs"), Crossover Fund IV Management, L.L.C. ("Crossover IV Management"), Crossover Fund V Management, L.L.C. ("Crossover V Management"), Delta Growth Management, LLC ("Delta Growth Management") and Ten Mile Management, LLC ("Ten Mile Management"), Michael J. Stark, James Feuille, Daniel John Dunn, Thomas Edward Bliska, Peter D. Rip, Alain S. Harrus, Bruce MacNaughton and Gary Hromadko. Crosslink is an investment adviser to investment funds of which Ventures IV Holdings, Verwaltungs, Crossover IV Management, Crossover V Management, Delta Growth Management or Ten Mile Management is the general partner, manager or the holder of Class B Units, and other investment funds.
- Mr. Stark is the control person of Crosslink, Verwaltungs, Delta Growth Management and Crossover V Management. Mr. Stark, Mr. Bliska, Mr. Dunn, Mr. Feuille, Mr. Rip, Mr. Harrus and Mr. MacNaughton are the control persons of Ventures IV Holdings. Mr. Stark, Mr. Bliska, Mr. Dunn, Mr. Feuille and Mr. MacNaughton are control persons of Crossover IV Management. Mr. Stark and Mr. Bliska are the control persons of Ten Mile Management. Mr. Hromadko is a member of the Issuer's board of directors and serves as the representative of the Reporting Persons.
- Reporting Persons are filing this Form 4 jointly, but not as a group, and each of them expressly disclaims membership in a group, within the meaning of Rule 13d-5(b) under the Securities Exchange Act of 1934. These securities are held directly by investment funds to which Crosslink is investment adviser (the "Funds") for the benefit of the investors in the Funds.

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- (4) These securities are indirectly beneficially owned by Crosslink as the investment adviser to the Funds by Ventures IV Holdings and Verwaltungs, Crossover IV Management, Crossover V Management, Delta Growth Management or Ten Mile Management as the general partner, manager or holder of Class B Units of the Funds, and by the various control persons of those entities. The Reporting Persons disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

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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