

Smith Stephen M
Form 4
February 16, 2011

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 *
Smith Stephen M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE LAGOON DRIVE

3. Date of Earliest Transaction (Month/Day/Year)
02/14/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
CEO & President

(Street)
REDWOOD CITY, CA 94065

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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	(D)	Price
Common Stock	02/14/2011		S ⁽¹⁾		20,152	D	\$ 91.0355 (2) (3)
Common Stock	02/15/2011		M		24,000	A	\$ 0 56,936
Common Stock	02/16/2011		S ⁽¹⁾		11,220	D	\$ 91.3899 (8)

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)

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
Restricted Stock Units	\$ 0	02/15/2011		M	10,000	<u>(6)</u> <u>(5)</u>	Common Stock	10,000
Restricted Stock Units	\$ 0	02/15/2011		M	14,000	<u>(7)</u> <u>(5)</u>	Common Stock	14,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Smith Stephen M ONE LAGOON DRIVE REDWOOD CITY, CA 94065			CEO & President	

Signatures

Darrin B. Short,
Attorney-in-Fact

02/16/2011

__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 sold pursuant to a 10b5-1 Trading Plan.

(2) The average price of \$91.0355 consists of the following blocks of shares: 100 shares sold at \$90.37, 195 at \$90.40, 500 at \$90.44, 164 at \$90.45, 300 at \$90.48, 400 at \$90.49, 100 at \$90.50, 100 at \$90.53, 200 at \$90.55, 200 at \$90.56, 200 at \$90.57, 600 at \$90.58, 300 at \$90.59, 100 at \$90.60, 200 at \$90.61, 200 at \$90.66, 100 at \$90.67, 100 at \$90.68, 100 at \$90.69, 100 at \$90.70, 100 at \$90.72, 100 at \$90.73, 131 at \$90.74, 200 at \$90.745, 400 at \$90.77, 100 at \$90.78, 500 at \$90.79, 300 at \$90.80, 100 at \$90.82, 400 at \$90.83, 100 at \$90.84, 100 at \$90.85, 200 at \$90.87, 100 at \$90.88, 100 at \$90.885, 200 at \$90.89, 100 at \$90.90, 100 at \$90.91, 200 at \$90.92, 200 at \$90.93, 104 at \$90.94, 100 at \$90.96, 100 at \$90.97, 300 at \$90.98, 100 at \$90.985, 400 at \$90.99, 100 at \$90.995, 200 at \$91.00, 400 at \$91.01, 200 at \$91.02, 100 at \$91.03, 200 at \$91.06, 200 at \$91.07, 200 at \$91.08, 200 at \$91.09, 400 at \$91.10, 16 at \$91.11, 100 at

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\$91.12, 300 at \$91.13, 100 at \$91.14.

Additional blocks of shares were 362 at \$91.15, 238 at \$91.16, 26 at \$91.18, 200 at \$91.19, 300 at \$91.21, 100 at \$91.23, 100 at \$91.25, 500 at \$91.27, 400 at \$91.28, 300 at \$91.29, 200 at \$91.30, 100 at \$91.31, 210 at \$91.32, 417 at \$91.33, 30 at \$91.335, 770 at \$91.34, 269

- (3) at \$91.35, 100 at \$91.36, 200 at \$91.39, 100 at \$91.40, 200 at \$91.41, 300 at \$91.42, 100 at \$91.425, 500 at \$91.43, 119 at \$91.44, 100 at \$91.45, 200 at \$91.46, 100 at \$91.50, 200 at \$91.51, 100 at \$91.53, 284 at \$91.54, 200 at \$91.56, 16 at \$91.57, 200 at \$91.58, 300 at \$91.59, 200 at \$91.60, 1 at \$91.66, 100 at \$91.70, 100 at \$91.76 and 100 at \$91.87.
- (4) Includes 259 shares acquired under the Equinix, Inc. Employee Stock Purchase Plan on August 13, 2010 and 252 shares acquired on February 14, 2011.
- (5) Restricted stock unit award expires upon reporting person's termination of employment.

On January 31, 2008, the reporting person was granted restricted stock units, the vesting of which was subject to both continued service and the attainment of certain revenue and EBITDA targets for 2008. These targets were achieved, therefore 50% of the award vested on February 13, 2009, with 25% additional units scheduled to vest on each of February 15, 2010 and February 15, 2011, subject solely to continued service.

- (6)
- On March 9, 2009, the reporting person was granted 56,000 restricted stock units, the vesting of which was subject to both continued service and the attainment of certain revenue and EBITDA targets for 2009. These targets were achieved to the maximum extent, therefore 50% of the award vested on 2/12/10, with 25% additional units scheduled to vest on each of February 15, 2011 and February 15, 2012, subject solely to continued service.

- (7)

The average price of \$91.3899 consists of the following blocks of shares: 100 shares sold at \$90.74, 100 at \$90.75, 100 at \$90.87, 100 at \$90.94, 100 at \$90.98, 200 at \$90.99, 100 at \$91.01, 100 at \$91.05, 100 at \$91.08, 100 at \$91.11, 100 at \$91.12, 100 at \$91.13, 100 at \$91.14, 100 at \$91.17, 100 at \$91.23, 200 at \$91.25, 195 at \$91.26, 200 at \$91.27, 100 at \$91.28, 1,750 at \$91.29, 5 at \$91.305, 100 at \$91.34, 100 at \$91.35, 181 at \$91.36, 719 at \$91.37, 200 at \$91.38, 200 at \$91.40, 445 at \$91.42, 400 at \$91.43, 200 at \$91.44, 100 at \$91.46, 350 at \$91.49, 700 at \$91.51, 300 at \$91.52, 500 at \$91.53, 600 at \$91.55, 100 at \$91.56, 400 at \$91.58, 200 at \$91.59, 200 at \$91.60, 100 at \$91.61, 200 at \$91.63, 100 at \$91.64, 100 at \$91.65, 100 at \$91.66, 100 at \$91.68, 100 at \$91.69, 100 at \$91.71, 100 at \$91.74, 75 at \$91.75 and 100 at \$91.78.

- (8)

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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