SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* MORANDI BRANDI GALVIN	2. Issuer Name and Ticker or Trading Symbol <u>EQUINIX INC</u> [EQIX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last) (First) (Middle) C/O EQUINIX, INC.	3. Date of Earliest Transaction (Month/Day/Year) 01/17/2023	X Officer (give title Other (specify below) below) Chief Legal and HR Officer
ONE LAGOON DRIVE (Street) REDWOOD CITY CA 94065	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X 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

Table 1 - 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 A (D) (Instr. 3, 4		A) or Disposed Of	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount (A) o (D)		Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock	01/17/2023		М		1,220	Α	\$0	17,772	D			
Common Stock	01/17/2023		М		883	A	\$0	18,655	D			
Common Stock	01/17/2023		М		994	A	\$0	19,649	D			
Common Stock	01/17/2023		М		1,083	A	\$0	20,732	D			
Common Stock	01/18/2023		S ⁽¹⁾		115	D	\$699.9874 ⁽²⁾	20,617	D			
Common Stock	01/18/2023		S ⁽¹⁾		222	D	\$701.1788 ⁽³⁾	20,395	D			
Common Stock	01/18/2023		S ⁽¹⁾		102	D	\$702.3324 ⁽⁴⁾	20,293	D			
Common Stock	01/18/2023		S ⁽¹⁾		61	D	\$703.1603 ⁽⁵⁾	20,232	D			
Common Stock	01/18/2023		S ⁽¹⁾		210	D	\$704.4505(6)	20,022	D			
Common Stock	01/18/2023		S ⁽¹⁾		543	D	\$705.6273(7)	19,479	D			
Common Stock	01/18/2023		S ⁽¹⁾		257	D	\$706.563 ⁽⁸⁾	19,222	D			
Common Stock	01/18/2023		S ⁽¹⁾		119	D	\$709.5621 ⁽⁹⁾	19,103	D			
Common Stock	01/18/2023		S ⁽¹⁾		121	D	\$710.9301 ⁽¹⁰⁾	18,982	D			
Common Stock	01/18/2023		S ⁽¹⁾		80	D	\$711.635(11)	18,902	D			
Common Stock	01/18/2023		S ⁽¹⁾		119	D	\$713.1177(12)	18,783	D			
Common Stock	01/18/2023		S ⁽¹⁾		61	D	\$ 714.6999 ⁽¹³⁾	18,722	D			
Common Stock	01/18/2023		S ⁽¹⁾		80	D	\$715.69 ⁽¹⁴⁾	18,642	D			
Common Stock	01/18/2023		S ⁽¹⁾		40	D	\$716.42	18,602	D			

			Table II - Der (e.g				•	· ·	,	or Beneficia le securitie		əd			
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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Unit	\$0	01/17/2023		A		1,220		(15)	(16)	Common Stock	1,220	\$ <mark>0</mark>	1,220	D	
Restricted Stock Unit	\$0	01/17/2023		М			1,220	(15)	(16)	Common Stock	1,220	\$ <mark>0</mark>	0	D	
Restricted Stock Unit	\$0	01/17/2023		М			883	(17)	(16)	Common Stock	883	\$ <mark>0</mark>	0	D	
Restricted Stock Units	\$ 0	01/17/2023		м			994	(18)	(16)	Common Stock	994	\$ <mark>0</mark>	994	D	

	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)		d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Unit	\$ 0	01/17/2023		М			1,083	(19)	(16)	Common Stock	1,083	\$0	2,164	D	

Explanation of Responses:

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 \$699.59 to \$700.30, 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 through 14 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 \$700.595 to \$701.42 inclusive.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$701.755 to \$702.67 inclusive.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$702.76 to \$703.51 inclusive.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$703.86 to \$704.82 inclusive.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$705.14 to \$706.12 inclusive.

8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$706.1809 to \$707.11 inclusive.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$709.12 to \$710.05 inclusive.

10. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$710.54 to \$711.24 inclusive.

11. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$711.61 to \$711.66 inclusive.

12. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$712.99 to \$713.35 inclusive.

13. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$714.295 to \$714.91 inclusive.

14. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$715.33 to \$715.97 inclusive.

15. On February 26, 2020, the reporting person was granted performance restricted stock units, the vesting of which was subject to both continued service and the degree to which a relative Total Shareholder Return target was attained for the period January 1, 2020 to December 31, 2022. The Compensation Committee certified that the payout for this award would be 92.02% (out of a possible 100%) of the target to the reporting person based on the degree to which Equinix performed against the Russell 1000 Index.

16. Restricted stock unit award expires upon reporting person's termination of service.

17. Vesting is dependent upon continuous active service as an employee, consultant or director of the Company or a subsidiary of the Company (Service) throughout the vesting period. The Restricted Stock Units shall vest as follows: 33.33% of the RSUs vested on January 15, 2021 and an additional 33.33% of the RSUs will each vest on January 15, 2022 and January 15, 2023.

18. Vesting is dependent upon continuous active service as an employee, consultant or director of the Company or a subsidiary of the Company (Service) throughout the vesting period. The Restricted Stock Units shall vest as follows: 33.33% of the RSUs vested on January 15, 2022 and an additional 33.33% of the RSUs will each vest on January 15, 2023 and January 15, 2024.

19. Vesting is dependent upon continuous active service as an employee, consultant or director of the Company or a subsidiary of the Company (Service) throughout the vesting period. The Restricted Stock Units shall vest as follows: 33.33% of the RSUs vested on January 15, 2023 and an additional 33.33% of the RSUs will each vest on January 15, 2024 and January 15, 2025.

/s/ Samantha Lagocki, POA ** Signature of Reporting Person 01/19/2023

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

* 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).

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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