

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 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

| | | | | | |
|--|---------|--|---|--|--|
| 1. Name and Address of Reporting Person * VAN CAMP PETER | | 2. Issuer Name and Ticker or Trading Symbol EQUINIX INC [EQIX] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chairman, CEO and President | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 12/15/2006 | | |
| 301 VELOCITY WAY | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | 6. Individual or Joint/Group Filing Check Applicable Line <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (Street) | | | | | |
| FOSTER CITY, CA 94404 | | | | | |
| (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 | (A) or (D) | Price | | | |
| Common Stock | 12/18/2006 | | A | | 11,833 | A | \$ 17.697 | 65,033 | D | |
| Common Stock | 12/18/2006 | | A | | 4,167 | A | \$ 20.82 | 69,200 | D | |
| Common Stock | 12/18/2006 | | S(3) | | 5,000 | D | \$ 80.05 | 64,200 | D | |
| Common Stock | 12/18/2006 | | S(3) | | 1,000 | D | \$ 80.37 | 63,200 | D | |
| Common Stock | 12/18/2006 | | S(3) | | 2,000 | D | \$ 80.55 | 61,200 | D | |
| Common Stock | 12/18/2006 | | S(3) | | 1,000 | D | \$ 80.6 | 60,200 | D | |
| Common Stock | 12/18/2006 | | S(3) | | 7,000 | D | \$ 80.76 | 53,200 | D | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. 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 Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: 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 | | | | |
| Stock Option (Right to Buy) | \$ 17.697 | 12/15/2006 | | D(1) | | 67,167 | | 09/25/2006 | 09/24/2013 | Common Stock | 67,167 | (1) | 123,833 | D | |
| Stock Option (Right to Buy) | \$ 20.82 | 12/15/2006 | | A(1) | | 67,167 | | 09/25/2006 | 09/24/2013 | Common Stock | 67,167 | (1) | 191,000 | D | |
| Stock Option (Right to Buy) | \$ 29.44 | 12/19/2006 | | D(2) | | 3,126 | | 04/09/2005 | 04/08/2011 | Common Stock | 3,126 | (2) | 13,587 | D | |
| Stock Option (Right to Buy) | \$ 43.2 | 12/19/2006 | | A(2) | | 3,126 | | 04/09/2005 | 04/08/2011 | Common Stock | 3,126 | (2) | 16,713 | D | |

| | | | | | | | | | | | | | |
|-----------------------------|-----------|------------|--|---|--|--------|------------|------------|--------------|--------|------|---------|---|
| Stock Option (Right to Buy) | \$ 17.697 | 12/18/2006 | | M | | 11,833 | 09/25/2006 | 09/24/2013 | Common Stock | 11,833 | \$ 0 | 179,167 | D |
| Stock Option (Right to Buy) | \$ 20.82 | 12/18/2006 | | M | | 4,167 | 09/25/2006 | 09/24/2013 | Common Stock | 4,167 | \$ 0 | 175,000 | D |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| VAN CAMP PETER 301 VELOCITY WAY FOSTER CITY, CA 94404 | X | | Chairman, CEO and President | |

Signatures

| | |
|--|---------------------|
| Brandi Galvin Morandi, Attorney-in-Fact | 12/19/2006 |
| <small>**Signature of Reporting Person</small> | <small>Date</small> |

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) The two reported transactions involved an increase in the exercise price of a portion of an outstanding option in order to comply with IRC Section 409A, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on September 25, 2003 and vested over 3 years in 36 equal monthly installments from the grant date.
- (2) The two reported transactions involved an increase in the exercise price of a portion of an outstanding option in order to comply with IRC Section 409A, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on April 9, 2001 and vested over 4 years from the grant date. Although originally granted as an Incentive Stock Option ("ISO"), the option in its entirety is now deemed to be Non-qualified stock option.
- (3) Shares sold pursuant to a 10b5-1 Trading Plan.

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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