

EQUINIX INC
Form 4
November 28, 2007

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 *
STARK MICHAEL J

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)

3. Date of Earliest Transaction (Month/Day/Year)
11/26/2007

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

TWO EMBARCADERO CENTER, SUITE 2200

(Street)

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

Affiliate of Director

SAN FRANCISCO, CA 94111

(City) (State) (Zip)

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) | (A) or (D) | Price | 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 | 11/26/2007 | | S | 15,705 | D | \$ 101.3495 | 347,797 | I | See Notes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u> |
| Common Stock | 11/27/2007 | | S | 1,500 | D | \$ 100.51 | 346,297 | I | See Notes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u> |
| Common Stock | 11/27/2007 | | J ⁽⁵⁾ | 9,781 | D | \$ 0 ⁽⁵⁾ | 49,639 | D | |
| Common Stock | 11/27/2007 | | J ⁽⁶⁾ | 4,000 | A | \$ 0 ⁽⁶⁾ | 7,314 | I | See Note <u>(6)</u> |
| | 11/27/2007 | | J ⁽⁷⁾ | 5,541 | A | \$ 0 ⁽⁷⁾ | 11,082 | D | |

Common
Stock

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

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(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 (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------------|---------------|-----------|---------|-----------------------|
| | Director | 10% Owner | Officer | Other |
| STARK MICHAEL J TWO EMBARCADERO CENTER SUITE 2200 SAN FRANCISCO, CA 94111 | X | | | Affiliate of Director |
| Feuille James TWO EMBARCADERO SUITE 2200 SAN FRANCISCO, CA 94111 | X | | | Affiliate of Director |
| Finnie Charles H TWO EMBARCADERO CENTER SUITE 2200 SAN FRANCISCO, CA 94111 | X | | | Affiliate of Director |
| Alain S Harrus TWO EMBARCADERO CENTER SUITE 2200 SAN FRANCISCO, CA 94111 | X | | | Affiliate of Director |

| | | |
|--------------------------------------------------------------------------------------|---|-----------------------|
| HROMADKO GARY 301 VELOCITY WAY 5TH FLOOR FOSTER CITY, CA 94404 | X | Affiliate of Director |
| MacNaughton Bruce TWO EMBARCADERO CENTER SUITE 2200 SAN FRANCISCO, CA 94111 | X | Affiliate of Director |
| Rip Peter D TWO EMBARCADERO CENTER SUITE 2200 SAN FRANCISCO, CA 94111 | X | Affiliate of Director |

Signatures

Michael J. Stark 11/28/2007

__Signature of Date
Reporting Person

James Feuille 11/28/2007

__Signature of Date
Reporting Person

Charles H.
Finnie 11/28/2007

__Signature of Date
Reporting Person

Alain Harrus 11/28/2007

__Signature of Date
Reporting Person

Gary Hromadko 11/28/2007

__Signature of Date
Reporting Person

Bruce
McNaughton 11/28/2007

__Signature of Date
Reporting Person

Peter D. Rip 11/28/2007

__Signature of Date
Reporting Person

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 reporting persons (the "Reporting Persons") are Crosslink Capital, Inc. ("Crosslink"), Crossover Fund III Management, L.L.C. ("Crossover III Management"), Crosslink Ventures IV Holdings, L.L.C. ("Ventures IV Holdings"), Crosslink Verwaltungs GmbH

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("Verwaltungs"), Michael J. Stark, James Feuille, David I. Epstein, Daniel John Dunn, Thomas Edward Bliska, Charles Finnie, Peter D. Rip, Alain S. Harrus, Bruce MacNaughton and Gary Hromadko. Crosslink is an investment adviser to investment funds of which Crossover III Management, Ventures IV Holdings or Verwaltungs is the general partner, manager or the holder of Class B Units, and other investment funds. Crossover III Management is also the investment adviser to investment funds.

- (2) Mr. Stark is the control person of Crosslink and Verwaltungs. Mr. Stark, Mr. Bliska and Mr. Dunn are the control persons of Crossover III Management. Mr. Stark, Mr. Bliska, Mr. Dunn, Mr. Epstein, Mr. Feuille, Mr. Finnie, Mr. Rip, Mr. Harrus and Mr. MacNaughton are the control persons of Ventures IV Holdings. Mr. Hromadko is a member of the Issuer's board of directors and serves as the representative of the Reporting Persons.

- (3) The 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 or Crossover III Management is investment adviser (the "Funds") for the benefit of the investors in the Funds.

- (4) These securities are indirectly beneficially owned by Crosslink or Crossover III Management as the investment adviser to the Funds, by Crossover III Management, Ventures IV Holdings and Verwaltungs as the general partner, manager or holder of Class B Units of the Funds, and by Mr. Stark, Mr. Feuille, Mr. Epstein, Mr. Bliska and Mr. Dunn as 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.

- (5) On November 27, 2007, certain of the Funds distributed these securities pro rata to their investors for no additional consideration, which securities previously were reported as indirectly beneficially owned by the Reporting Persons. The zero in Column 4 is a placeholder only that is required by the EDGAR software.

- (6) These securities were received by the Stark Family Trust, of which Mr. Stark is Trustee and a beneficiary, for no consideration in the pro rata distribution described in Note 5. The zero in Column 4 is a placeholder only that is required by the EDGAR software.

- (7) These securities were received by Mr. Bliska for no consideration in the pro rata distribution described in Note 5. The zero in Column 4 is a placeholder only that is required by the EDGAR software.

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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