

EQUINIX INC
Form SC 13G
January 07, 2011

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No.)***

Equinix, Inc.
(Name of Issuer)
Common Stock, \$0.001
(Title of Class of Securities)
29444U502
(CUSIP Number)
December 29, 2010
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)
- ☐ Rule 13d-1(c)
- ☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 29444U502

1 NAMES OF REPORTING PERSONS
Fir Tree Value Master Fund, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a) ☐
(b) ☐

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Cayman Islands

5 SOLE VOTING POWER
NUMBER OF 4,152,710

SHARES
BENEFICIALLY **6** SHARED VOTING POWER
OWNED BY

EACH
REPORTING **7** SOLE DISPOSITIVE POWER
PERSON 4,152,710

WITH: **8** SHARED DISPOSITIVE POWER

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
4,152,710

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

9.0%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12

PN

CUSIP No. 29444U502

1 NAMES OF REPORTING PERSONS
Fir Tree, Inc.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a) ☐
(b) ☐

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
New York

5 SOLE VOTING POWER
NUMBER OF 4,152,710

SHARES BENEFICIALLY OWNED BY **6** SHARED VOTING POWER

EACH REPORTING PERSON **7** SOLE DISPOSITIVE POWER
4,152,710

WITH: **8** SHARED DISPOSITIVE POWER

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
4,152,710

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

9.0%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12

CO

SCHEDULE 13G

This Schedule 13G (this Schedule 13G) is being filed on behalf of Fir Tree Value Master Fund, L.P., a Cayman Islands exempted limited partnership (Fir Tree Value), and Fir Tree, Inc., a New York corporation (Fir Tree), relating to Common Stock, \$0.001 (the Common Stock), of Equinix, Inc., a Delaware corporation (the Issuer), purchased by Fir Tree Value. Fir Tree is the investment manager of Fir Tree Value. Fir Tree Value and Fir Tree are collectively referred to herein as the Reporting Persons.

Item 1(a) Name of Issuer.

Equinix, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices.

301 Velocity Way, Fifth Floor
Foster City, California 94404

Item 2(a) Name of Person Filing.

Item 2(b) Address of Principal Business Office.

Item 2(c) Place of Organization.

Fir Tree Value Master Fund, L.P.
c/o Citco Fund Services (Cayman Islands) Limited
89 Nexus Way, Camana Bay
Box 31106

Grand Cayman, KYI-1205, Cayman Islands
A Cayman Islands exempted limited partnership
Fir Tree, Inc.

505 Fifth Avenue
23rd Floor

New York, New York 10017

A New York corporation

Fir Tree is the investment manager of Fir Tree Value, and has been granted investment discretion over portfolio investments, including the shares of Common Stock, held by Fir Tree Value.

Item 2(d) Title of Class of Securities.

Common Stock, \$0.001 (the Common Stock)

Item 2(e) CUSIP Number.

29444U502

Item 3 Reporting Person.

The person filing is not listed in Items 3(a) through 3(j).

Item 4 Ownership.

- (a) Fir Tree Value is the beneficial owner of 4,152,710 shares of Common Stock consisting of 1,152,710 shares of Common Stock and American-style call options exercisable to purchase 3,000,000 shares of Common Stock. Fir Tree may be deemed to beneficially own the shares of Common Stock held by Fir Tree Value as a result of being the investment manager of Fir Tree Value.
- (b) The Reporting Persons beneficially own 4,152,710 shares of Common Stock consisting of 1,152,710 shares of Common Stock and American-style call options exercisable to purchase 3,000,000 shares of Common Stock, which represents approximately 9.0% of the shares of Common Stock outstanding. This percentage was determined by dividing the number of shares of Common Stock beneficially held by the of the Reporting Persons by 45,994,363, the number of shares of Common Stock issued and outstanding as of September 30, 2010, as reported in the Issuer's 10Q filed October 29, 2010.
- (c) Fir Tree Value may direct the vote and disposition of 4,152,710 shares of Common Stock. Fir Tree has been granted investment discretion over the shares of Common Stock held by Fir Tree Value, and thus, has the shared power to direct the vote and disposition of 4,152,710 shares of Common Stock.

Item 5 Ownership of Five Percent or Less of a Class.

Inapplicable.

Item 6 Ownership of More Than Five Percent on Behalf of Another Person.

Inapplicable.

Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported On by the Parent Holding Company.

Inapplicable.

Item 8 Identification and Classification of Members of the Group.

Inapplicable.

Item 9 Notice of Dissolution of Group.

Inapplicable.

Item 10 Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibit 1 Joint Filing Agreement by and among the Reporting Persons.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: January 7, 2011

FIR TREE VALUE MASTER FUND, L.P.

By: FIR TREE, INC., its Manager

By: /s/ Jeffrey Tannenbaum
Name: Jeffrey Tannenbaum
Title: President

FIR TREE, INC.

By: /s/ Jeffrey Tannenbaum
Name: Jeffrey Tannenbaum
Title: President