

EQUINIX INC
Form 4
February 28, 2006

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 *
FERRIS PETER

(Last) (First) (Middle)

301 VELOCITY WAY

(Street)

FOSTER CITY, CA 94404

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/24/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President, Sales

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)	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 Ownership (Instr. 4)
			Code	V	Amount	Price	
Common Stock	02/24/2006		M		10,938	\$ 12.16	A 61,432 ⁽¹⁾ D
Common Stock	02/24/2006		M		4,492	\$ 22.4	A 65,924 D
Common Stock	02/24/2006		M		20,000	\$ 3.25	A 85,924 D
Common Stock	02/24/2006		S		35,430	\$ 49.57 ⁽²⁾	D 50,494 D
Common Stock	02/28/2006		S		12,766	\$ 51.97	D 37,728 D

(3)

Common Stock	276	I	As custodian for children's shares
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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy)	\$ 12.16	02/24/2006		M	10,938	09/26/2003 09/25/2013	Common Stock	10,938	
Stock Option (Right to Buy)	\$ 22.4	02/24/2006		M	4,492	<u>(4)</u> 04/21/2012	Common Stock	4,492	
Stock Option (Right to Buy)	\$ 3.25	02/24/2006		M	20,000	01/01/2006 03/05/2013	Common Stock	20,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FERRIS PETER 301 VELOCITY WAY FOSTER CITY, CA 94404			Vice President, Sales	

Signatures

Monica Volta,
Attorney-in-fact

02/28/2006

__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) Includes 566 shares acquired on February 14, 2006 pursuant to the Issuer's Employee Stock Purchase Plan in a transaction exempt under Rule 16b3.

Average sale price of \$49.57 consists of the following blocks: 4238 shares at \$49.35, 3214 at \$49.20, 400 at \$49.21, 100 at \$49.47, 2500 at \$49.77, 186 at \$49.28, 500 at \$49.27, 600 at \$49.23, 100 at \$49.22, 3392 at \$49.45, 400 at \$49.36, 300 at \$49.38, 1100 at \$49.53, 200 at \$49.46, 100 at \$49.49, 600 at \$49.48, 5000 at \$49.73, 5000 at \$49.75, 5000 at \$49.70 and 2500 at \$49.74.
- (3) Average sale price of \$51.97 consists of the following blocks: 1001 shares at \$52.02, 8568 at \$52, 2230 at \$51.85, 100 at \$51.86, 267 at \$51.91 and 600 at \$52.05.
- (4) Option vests and becomes exercisable in 48 monthly installments beginning April 22, 2002.

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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