

EQUINIX INC
Form 4
May 06, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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, 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 *
STT COMMUNICATIONS LTD

(Last) (First) (Middle)

51 CUPPAGE ROAD
#10-11/17, STARHUB CENTRE

(Street)

SINGAPORE, U0 229469

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/01/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities Acquired | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title of Underlying Security (Instr. 3) |
|--|---------------------------|--------------------------------------|-----------------------------------|---------------------|---|--|--|
|--|---------------------------|--------------------------------------|-----------------------------------|---------------------|---|--|--|

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| Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Code | V | Date Exercisable | Expiration Date | Title | |
|---|------------------|------------|---|-----|------|---|--------------------------------|--------------------|------------|----------------------------|
| | | | (A) | (D) | | | | | | |
| CONVERTIBLE SECURED PROMISSORY NOTES | \$ 9.1779 | 05/01/2005 | 05/04/2005 | P | | | \$ 134,632.53 <u>(1)</u> | 05/01/2005 | 11/01/2007 | SER CONV PREM STO |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| STT COMMUNICATIONS LTD 51 CUPPAGE ROAD #10-11/17 STARHUB CENTRE SINGAPORE, U0 229469 | | X | | |
| I STT INVESTMENT PTE LTD 51 CUPPAGE ROAD #10-11/17 STARHUB CENTRE SINGAPORE, U0 229469 | | X | | |
| SINGAPORE TECHNOLOGIES TELEMEDIA PTE LTD 51 CUPPAGE ROAD #10-11/17 STARHUB CENTRE SINGAPORE, U0 229469 | | X | | |
| TEMASEK HOLDINGS LTD 60B ORCHARD ROAD, THE ATRIUM@ORCHARD #06-18 TOWER 2 SINGAPORE, U0 238891 | | X | | |

Signatures

| | |
|---|------------|
| /s/ Pek Siok Lan, Director, STT COMMUNICATIONS LTD | 05/06/2005 |
| _____ **Signature of Reporting Person | Date |
| /s/ Pek Siok Lan, Director, i-STT INVESTMENT PTE LTD | 05/06/2005 |
| _____ **Signature of Reporting Person | Date |
| /s/ Pek Siok Lan, Company Secretary, SINGAPORE TECHNOLOGIES TELEMEDIA PTE LTD | 05/06/2005 |
| _____ **Signature of Reporting Person | Date |
| /s/ Jeffrey Chua, Director, Legal & Regulations, TEMASEK HOLDINGS (PRIVATE) LIMITED | 05/06/2005 |
| _____ **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) This is the face amount of the Convertible Secured Promissory Notes (the "Notes") expressed in U.S. dollars.

Pursuant to the terms of the Securities Purchase Agreement under which the Notes were acquired by the Reporting Persons (the "Purchase Agreement"), the Notes may also be converted into Series A Convertible Preferred Stock of the Issuer upon the fulfillment of certain conditions set forth in the Purchase Agreement. Upon the fulfillment of these conditions, the securities underlying the Notes may be either Series A-1 Convertible Preferred Stock or Series A Convertible Preferred Stock.

(2) Singapore Technologies Telemedia Pte Ltd ("STT"), a wholly-owned subsidiary of Temasek Holdings (Private) Limited ("Temasek"), has an indirect interest in the securities reported herein by virtue of its ownership interests in i-STT Investment Pte Ltd, which is the record holder of the securities of the Issuer reported herein. Temasek disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

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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