

EQUINIX INC
Form 4
December 30, 2004

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, 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 *
TEMASEK HOLDINGS LTD

(Last) (First) (Middle)

60B ORCHARD ROAD #06-18
TOWER 2, THE
ATRIUM@ORCHARD

(Street)

SINGAPORE, U0 238891

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/31/2004

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)
X 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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of 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.

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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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Security |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) | | |
|---|--|----------------------|-----------------|---|------------------|------------------|--------------|-----------|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Am Nu Sha |
| 14% Series A-1 PIK Convertible Secured Notes Due 2007 | \$ 9.18 | 05/01/2003 | P | 1,400,000 <u>(1) (5)</u> | 05/01/2003 | 11/01/2007 | Common Stock | 15 |
| 14% Series A-1 PIK Convertible Secured Notes Due 2007 | \$ 9.18 | 11/01/2003 | P | 2,198,000 <u>(1) (5)</u> | 11/01/2003 | 11/01/2007 | Common Stock | 23 |
| 14% Series A-1 PIK Convertible Secured Notes Due 2007 | \$ 9.18 | 05/01/2004 | P | 2,351,860 <u>(1) (5)</u> | 05/01/2004 | 11/01/2007 | Common Stock | 25 |
| 14% Series A-1 PIK Convertible Secured Notes Due 2007 | \$ 9.18 | 11/01/2004 | P | 2,516,490 <u>(1) (5)</u> | 11/01/2004 | 11/01/2007 | Common Stock | 27 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| TEMASEK HOLDINGS LTD 60B ORCHARD ROAD #06-18 TOWER 2 THE ATRIUM@ORCHARD SINGAPORE, U0 238891 | | X | | |

Signatures

/s/ Jeffrey Chua, Director (Legal & Secretariat), TEMASEK HOLDINGS (PRIVATE) LIMITED 12/30/2004

**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) These securities were omitted from the Reporting Person's Forms 4 filed prior to the date hereof. These securities have been reported on prior Schedules 13D filed by the Reporting Person, and as such do not affect the calculations of the Reporting Person's pecuniary interests in the Issuer.

(2) The Issuer's 14% Series A-1 Payment-Of-Interest-In-Kind Convertible Secured Notes Due 2007 listed herein (the "PIK Notes"), together with all dividends accrued thereon between the date of issue and November 1, 2007, are convertible into Common Shares of the Issuer at an exercise price of \$9.18.

(3) Singapore Technologies Telemedia Pte Ltd ("STT"), a wholly-owned indirect subsidiary of the Reporting Person, has an indirect interest in the securities reported herein by virtue of its ownership interest in i-STT Investments Pte Ltd, which is the record holder of the securities of the Issuer reported herein. In addition, the Reporting Person holds an indirect interest in 11,718 shares owned beneficially and of record by T.H.e. Venture Pte Ltd. The Reporting Person disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

(4) In connection with an internal restructuring to be completed on December 31, 2004, the shares of STT presently owned by Singapore Technologies Private Limited ("STPL"), will be transferred to the Reporting Person with effect from December 31, 2004.

(5) This is the face amount of the debt securities expressed in U.S. dollars.

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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