

EQUINIX INC
Form SC 13G/A
February 10, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Equinix, Inc.
(Name of issuer)

Common Stock, \$0.001
(Title of class of securities)

29444U502
(CUSIP number)

December 31, 2011
(Date of event which requires filing of this statement)

Edgar Filing: EQUINIX INC - Form SC 13G/A

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).

SCHEDULE 13G/A

CUSIP No. 29444U502

Page 2 of 8 Pages

(1) Names of reporting persons

Fir Tree Value Master Fund, L.P.

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b)

(3) SEC use only

(4) Citizenship or place of organization

Cayman Islands

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 3,731,416
each (7) Sole dispositive power

reporting

person 0
(8) Shared dispositive power

with:

3,731,416
(9) Aggregate amount beneficially owned by each reporting person

3,731,416
(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

Edgar Filing: EQUINIX INC - Form SC 13G/A

(11) Percent of class represented by amount in Row (9)

7.9%

(12) Type of reporting person (see instructions)

PN

* SEE INSTRUCTIONS BEFORE FILLING OUT

SCHEDULE 13G/A

CUSIP No. 29444U502

Page 3 of 8 Pages

(1) Names of reporting persons

Fir Tree REOF II Master Fund, LLC

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) "

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 183,666
each (7) Sole dispositive power

reporting

person 0
(8) Shared dispositive power

with:

183,666

(9) Aggregate amount beneficially owned by each reporting person

183,666

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions) "

Edgar Filing: EQUINIX INC - Form SC 13G/A

(11) Percent of class represented by amount in Row (9)

0.4%

(12) Type of reporting person (see instructions)

PN

* SEE INSTRUCTIONS BEFORE FILLING OUT

SCHEDULE 13G/A

CUSIP No. 29444U502

Page 4 of 8 Pages

(1) Names of reporting persons

Fir Tree, Inc.

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b)

(3) SEC use only

(4) Citizenship or place of organization

New York

(5) Sole voting power

Number of

shares (6) 0
Shared voting power

beneficially

owned by (7) 3,915,082
each Sole dispositive power

reporting

person (8) 0
Shared dispositive power

with:

(9) 3,915,082
Aggregate amount beneficially owned by each reporting person

(10) 3,915,082
Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

Edgar Filing: EQUINIX INC - Form SC 13G/A

(11) Percent of class represented by amount in Row (9)

8.3%

(12) Type of reporting person (see instructions)

CO

* SEE INSTRUCTIONS BEFORE FILLING OUT

SCHEDULE 13G/A

This Amendment No. 1 to the Schedule 13G (this Amendment) is being filed on behalf of Fir Tree Value Master Fund, L.P., a Cayman Islands exempted limited partnership (Fir Tree Value), Fir Tree REOF II Master Fund, LLC, a Delaware limited liability company (Fir Tree REOF) and Fir Tree, Inc., a New York corporation (Fir Tree), relating to shares of Common Stock, \$0.001 (the Common Stock), of Equinix, Inc., a Delaware corporation (the Issuer), purchased by Fir Tree Value and Fir Tree REOF. Fir Tree is the investment manager of each of Fir Tree Value and Fir Tree REOF. Fir Tree Value, Fir Tree REOF 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.

One Lagoon Drive, Fourth Floor

Redwood City, California 94065

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

A Cayman Islands exempted limited partnership

Fir Tree REOF II Master Fund, LLC

c/o Fir Tree, Inc.

505 Fifth Avenue

23rd Floor

New York, New York 10017

A Delaware limited liability company

Fir Tree, Inc.

Edgar Filing: EQUINIX INC - Form SC 13G/A

505 Fifth Avenue

23rd Floor

New York, New York 10017

A New York corporation

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

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 3,731,416 shares of Common Stock (consisting of 1,851,416 shares of Common Stock and American-style call options exercisable to purchase 1,880,000 shares of Common Stock). Fir Tree REOF is the beneficial owner of 183,666 shares of Common Stock. Fir Tree may be deemed to beneficially own the shares of Common Stock held by Fir Tree Value and Fir Tree REOF as a result of being the investment manager of each of Fir Tree Value and Fir Tree REOF.
- (b) Fir Tree Value beneficially owns approximately 7.9% of the outstanding shares of Common Stock. Fir Tree REOF beneficially owns approximately 0.4% of the outstanding shares of Common Stock. Fir Tree beneficially owns 3,915,082 shares of Common Stock, which represents approximately 8.3% of the Common Stock outstanding. These percentages are determined by dividing the number of shares of Common Stock beneficially held by each of the Reporting Persons by 47,409,736, the number of shares of Common Stock issued and outstanding as of September 30, 2011, as reported in the Issuer's Form 10-Q filed on October 28, 2011.
- (c) Fir Tree Value may direct the vote and disposition of 3,731,416 shares of Common Stock. Fir Tree REOF may direct the vote and disposition of 183,666 shares of Common Stock. Fir Tree has been granted investment discretion over the shares of Common Stock held by Fir Tree Value and Fir Tree REOF, and thus has the shared power to direct the vote and disposition of 3,915,082 shares of Common Stock held by Fir Tree Value and Fir Tree REOF.

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.

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: February 10, 2012

FIR TREE VALUE MASTER FUND, L.P.

By: FIR TREE, INC., its Manager

By: /s/ James Walker
Name: James Walker
Title: Managing Director

FIR TREE REOF II MASTER FUND, LLC

By: FIR TREE, INC., its Manager

By: /s/ James Walker
Name: James Walker
Title: Managing Director

FIR TREE, INC.

By: /s/ James Walker
Name: James Walker
Title: Managing Director