

EQUINIX INC
 Form 424B3
 August 04, 2004

Filed Pursuant to Rule 424(b)(3)

Registration No. 333-108783

Prospectus Supplement No. 2 dated August 4, 2004

(to Prospectus dated September 23, 2003)

500,000 Shares

EQUINIX, INC.

Common Stock

The following information supplements the information contained in our prospectus dated September 23, 2003, as supplemented by the Prospectus Supplement No.1 dated March 5, 2004, relating to the resale by certain of our selling stockholders of up to 500,000 shares of our common stock. Omega Bayview IV recently distributed 13,900 shares of our common stock to their limited partners and other interest holders. You should read this prospectus supplement in conjunction with the prospectus, and this prospectus supplement is qualified by reference to the prospectus, except to the extent that the information in this prospectus supplement supersedes the information contained in the prospectus.

The information contained in the table appearing under the heading "Selling Stockholders" on pages 15 and 16 of the prospectus is hereby amended and restated in its entirety as follows:

| Name and Address of Selling Stockholders*** | Shares Beneficially Owned | | Number of | |
|--|---------------------------|---------|----------------------|--|
| | Prior to Offering | Percent | Shares Being Offered | Shares Beneficially Owned After the Offering** |
| | Number of | | Number of | |
| | Shares | Percent | Shares | Percent |
| | | | | |

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Crosslink Crossover Fund III(1)

Two Embarcadero Center

Suite 2200

| | | | | | |
|-------------------------|--------------|-------|---------|---------|-------|
| San Francisco, CA 94111 | 1,026,600(2) | 6.64% | 171,100 | 855,500 | 5.53% |
|-------------------------|--------------|-------|---------|---------|-------|

Offshore Crosslink Crossover Fund III(1)

Two Embarcadero Center

Suite 2200

| | | | | | |
|-------------------------|------------|------|--------|---------|------|
| San Francisco, CA 94111 | 196,500(3) | 1.27 | 32,750 | 163,750 | 1.06 |
|-------------------------|------------|------|--------|---------|------|

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|---|---------------------------|---------|--------------|---------------------------|---------|
| | Prior to Offering | | Shares Being | After the Offering** | |
| | Number of | | Offered | Number of | |
| | Shares | Percent | | Shares | Percent |
| Gary Hromadko(1) | | | | | |
| Two Embarcadero Center | | | | | |
| Suite 2200 | | | | | |
| San Francisco, CA 94111 | 150,000(4) | * | 25,000 | 125,000 | * |
| 1993 GF Partnership, L.P. | 1,984(5) | * | 1,984 | | * |
| American Family Mutual Insurance Co. | 11,670(5) | * | 11,670 | | * |
| Anderson, David | 875(5) | * | 875 | | * |
| Anderson, Jeffrey | 875(5) | * | 875 | | * |
| Anderson, John R. IRA | 1,167(5) | * | 1,167 | | * |
| Anderson, Kristin | 875(5) | * | 875 | | * |
| Anderson, Tracy | 875(5) | * | 875 | | * |
| Athlon Venture Fund I | 4,668(5) | * | 4,668 | | * |
| Beehive Investors II, LLC | 2,334(5) | * | 2,334 | | * |
| Blatt Funk Living Trust | 58(5) | * | 58 | | * |
| Briggs & Stratton | 17,504(5) | * | 17,504 | | * |
| City National Corporation | 1,167(5) | * | 1,167 | | * |
| Cornerstone Ventures | 292(5) | * | 292 | | * |
| Couric Family Living Trust dtd 2-12-03 | 3,501(5) | * | 3,501 | | * |
| Downey Toy Company (Omega IV) | 467(5) | * | 467 | | * |
| Elefant, Steven & Debra Trust | 117(5) | * | 117 | | * |
| Feuille, James | 1,167(5) | * | 1,167 | | * |
| Kimberly Fox | 117(5) | * | 117 | | * |
| GE Capital | 5,835(5) | * | 5,835 | | * |
| Getz Family Trust | 3,501(5) | * | 3,501 | | * |
| Glenbrook Partners, LP | 3,501(5) | * | 3,501 | | * |
| GS PEP 1999 Manager Fund | 312(5) | * | 312 | | * |
| GS PEP Technology Fund 2000 | 9,814(5) | * | 9,814 | | * |
| GS PEP Technology Fund 2000 Offshore | 3,873(5) | * | 3,873 | | * |
| Gutierrez Anderson Community Trust UDT dated June 18, 2001 | 1,167(5) | * | 1,167 | | * |
| Hon, Barry | 1,167(5) | * | 1,167 | | * |
| Horizons Trading | 5,835(5) | * | 5,835 | | * |
| Kablanian, Adam | 2,334(5) | * | 2,334 | | * |
| Key Capital | 11,670(5) | * | 11,670 | | * |
| Lakeside Family I, LLC | 1,167(5) | * | 1,167 | | * |
| Merit Venture Fund IV, LP | 2,334(5) | * | 2,334 | | * |
| Northrop Grumman | 40,841(5) | * | 40,841 | | * |
| Penny Hardaway Investments LLC | 1,167(5) | * | 1,167 | | * |

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|--|---------------------------|---------|--------------|---------------------------|---------|
| | Prior to Offering | | Shares Being | After the Offering** | |
| | Number of | | Offered | Number of | |
| | Shares | Percent | | Shares | Percent |
| Permal Private Equity Holdings 2000, LP | 2,917(5) | * | 2,917 | | * |
| Prim, Wayne L. Foundation | 583(5) | * | 583 | | * |
| Schwartz, William M. | 58(5) | * | 58 | | * |
| Sentry Insurance | 11,670(5) | * | 11,670 | | * |
| Shah 1996 Trust | 2,334(5) | * | 2,334 | | * |
| Shea Ventures, LLC | 7,002(5) | * | 7,002 | | * |
| Shoemaker, Grant LLC | 292(5) | * | 292 | | * |
| Shubat Family Revocable Trust | 1,167(5) | * | 1,167 | | * |
| Stone Street PEP Technology Fund 2000 | 3,506(5) | * | 3,506 | | * |
| Stoneridge Investments LP | 4,668(5) | * | 4,668 | | * |
| Sullivan, Joseph | 175(5) | * | 175 | | * |
| Tullius Investors II, LLC | 1,167(5) | * | 1,167 | | * |
| Vidmar, Peter | 350(5) | * | 350 | | * |
| Wilhelme, Frank Trust | 29(5) | * | 29 | | * |
| Windsmog Partners LLC | 2,334(5) | * | 2,334 | | * |
| Woodside Investments, LP | 1,167(5) | * | 1,167 | | * |
| Wright, Alton | 350(5) | * | 350 | | * |
| Atwill Holdings, Ltd. | 9,297(6) | * | 9,297 | | * |
| HFI Private Equity Ltd. | 12,395(6) | * | 12,395 | | * |
| IDF Investment Foundation | 3,099(6) | * | 3,099 | | * |
| Industrial Bank of Kuwait | 3,719(6) | * | 3,719 | | * |
| JAFCO America Ventures | 1,240(6) | * | 1,240 | | * |
| JAFCO Co., Ltd. | 2,479(6) | * | 2,479 | | * |
| MF Custodians Ltd. | 4,462(6) | * | 4,462 | | * |
| Mizuho Bank | 18,592(6) | * | 18,592 | | * |
| Mizuho Capital Company | 2,479(6) | * | 2,479 | | * |
| Tokio Marine and Fire | 6,198(6) | * | 6,198 | | * |
| WHC, Inc. | 1,240(6) | * | 1,240 | | * |
| BVT-CAM Private Equity Global Fund GmbH & Co. KG | 967(7) | * | 967 | | * |
| CAM ZWEI Private Equity GmbH & Co. KG | 3,868(7) | * | 3,868 | | * |
| Plattner, Hasso | 3,215(7) | * | 3,215 | | * |
| Tom Bliska | 131(8) | * | 131 | | * |
| Tucker Brockhoff | 131(8) | * | 131 | | * |
| Jason Duckworth | 79(8) | * | 79 | | * |
| Dan Dunn | 65(8) | * | 65 | | * |
| Dave Epstein | 262(8) | * | 262 | | * |
| Gerri Grossmann | 100(8) | * | 100 | | * |
| Vladimir Jacimovic | 399(8) | * | 399 | | * |
| Chris Kaegi | 59(8) | * | 59 | | * |
| Sy Kaufman | 2,176(8) | * | 2,176 | | * |
| Neil T. Koren | 131(8) | * | 131 | | * |
| Colleen Lindgren | 131(8) | * | 131 | | * |
| Dorothy Lipton | 13(8) | * | 13 | | * |
| Bruce A. MacNaughton, Jr. | 65(8) | * | 65 | | * |
| David L. Mahoney | 131(8) | * | 131 | | * |
| Bill Nolan | 427(8) | * | 427 | | * |
| Nancy Payne | 98(8) | * | 98 | | * |
| Matt Pedley | 20(8) | * | 20 | | * |
| Jason Sanders | 148(8) | * | 148 | | * |
| Michael Stark | 9,105(8) | * | 9,105 | | * |

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| | | | | |
|------------------------|-----------|---|---------|-------------|
| Sonia Survanshi | 65(8) | * | 65 | * |
| Barbara Thomas | 33(8) | * | 33 | * |
| University of Michigan | 131(8) | * | 131 | * |
| TOTAL | 1,713,750 | % | 500,000 | 1,213,750 % |

* Less than 1%.

** Assumes sale of all the shares offered; however, the selling stockholders may or may not sell all or any of the offered shares.

*** Includes limited partners, donees and pledgees selling shares that are received from a named selling stockholder.

(1) Gary Hromadko is a venture partner with Crosslink Capital and a current director of Equinix.

- (2) Includes 171,100 shares of common stock received upon the exercise of a common stock warrant, and 855,500 shares of common stock that could be issued upon conversion of a Series A-2 Convertible Secured Note.
- (3) Includes 32,750 shares of common stock received upon the exercise of a common stock warrant, and 163,750 shares of common stock that could be issued upon conversion of a Series A-2 Convertible Secured Note.
- (4) Includes 25,000 shares of common stock received upon the exercise of a common stock warrant, and 125,000 shares of common stock that could be issued upon conversion of a Series A-2 Convertible Secured Note.
- (5) All shares being offered were received in a distribution from Crosslink Ventures IV, L.P., which beneficially owns 368,000 shares of common stock issuable upon conversion of a Series A-2 Note.
- (6) All shares being offered were received in a distribution from Offshore Crosslink Omega Ventures IV, which beneficially owns 130,401 shares of common stock issuable upon conversion of a Series A-2 Note.
- (7) All shares being offered were received in a distribution from Crosslink Omega Ventures I GmbH & Co. KG, which beneficially owns 16,100 shares of common stock issuable upon conversion of a Series A-2 Convertible Note.
- (8) All shares being offered were received in a distribution from Omega Bayview IV, which beneficially owns 13,898 shares of common stock issuable upon conversion of a Series A-2 Convertible Note.