

IRON MOUNTAIN INC
Form 4
September 30, 2014

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 *
Cloutier Ernest W

(Last) (First) (Middle)

C/O IRON MOUNTAIN
INCORPORATED, ONE FEDERAL
STREET

(Street)

BOSTON, MA 02110

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
IRON MOUNTAIN INC [IRM]

3. Date of Earliest Transaction
(Month/Day/Year)
09/26/2014

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)
EVP, Gen. Counsel, Secretary

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |

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 Securities |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|

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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 | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 24.8037 <u>(1)</u> | 09/26/2014 | A ⁽¹⁾ | | 1,934 <u>(1)</u> | | <u>(2)</u> | 02/13/2024 | Common Stock | 1,934 <u>(1)</u> |
| Employee Stock Option (Right to Buy) | \$ 30.4266 <u>(1)</u> | 09/26/2014 | A ⁽¹⁾ | | 10,576 <u>(1)</u> | | <u>(3)</u> | 12/05/2017 | Common Stock | 10,576 <u>(1)</u> |
| Employee Stock Option (Right to Buy) | \$ 30.4266 <u>(1)</u> | 09/26/2014 | A ⁽¹⁾ | | 1,510 <u>(1)</u> | | <u>(3)</u> | 12/06/2017 | Common Stock | 1,510 <u>(1)</u> |
| Employee Stock Option (Right to Buy) | \$ 14.585 <u>(1)</u> | 09/26/2014 | A ⁽¹⁾ | | 3,396 <u>(1)</u> | | <u>(3)</u> | 03/05/2019 | Common Stock | 3,396 <u>(1)</u> |
| Employee Stock Option (Right to Buy) | \$ 22.7855 <u>(1)</u> | 09/26/2014 | A ⁽¹⁾ | | 1,403 <u>(1)</u> | | <u>(3)</u> | 03/11/2021 | Common Stock | 1,403 <u>(1)</u> |
| Employee Stock Option (Right to Buy) | \$ 26.1784 <u>(1)</u> | 09/26/2014 | A ⁽¹⁾ | | 2,025 <u>(1)</u> | | <u>(3)</u> | 06/09/2021 | Common Stock | 2,025 <u>(1)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cloutier Ernest W C/O IRON MOUNTAIN INCORPORATED | | | EVP, Gen. Counsel, Secretary | |

ONE FEDERAL STREET
BOSTON, MA 02110

Signatures

/s/ Sarah Cammarata, under Power of Attorney dated November 1, 2013, from Ernest W.
Cloutier

09/30/2014

__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 report reflects adjustments effective on September 26, 2014 approved by the Board of Directors of the issuer (the "Board") made in connection with a special distribution declared by the Board on September 15, 2014.
- (2) This stock option vests in substantially equal annual installments on February 13 of each year until 2017.
- (3) This stock option is fully vested.

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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