

IRON MOUNTAIN INC
Form 4
September 30, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
RYAN VINCENT J

(Last) (First) (Middle)

C/O SCHOONER CAPITAL, 60
SOUTH STREET, SUITE 1120

(Street)

BOSTON, MA 02111

(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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock, par value \$0.01 per share	09/15/2014		G	V <u>3,188,152</u> ⁽¹⁾ D \$ 0	3,795,895.346	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.01 per share	09/29/2014		S ⁽³⁾	600,000 D <u>\$ 33.6529</u> ⁽⁴⁾	3,195,895.346	I	See Footnote <u>(2)</u>
Common Stock, par					28,974	D	

value
\$.01 per
share

Common
Stock, par
value
\$.01 per
share

Common
Stock, par
value
\$.01 per
share

8,251,276.89 I

See
Footnote
(5)

6,059 I

See
Footnote
(6)

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 Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Title and Amount of Derivative Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 19.2507 (7)	09/26/2014		A(7)	1,430 (7)	(8) 06/04/2020	Common Stock	1,430 (7)	
Stock Option (Right to Buy)	\$ 19.9466 (7)	09/26/2014		A(7)	898 (7)	(8) 05/24/2016	Common Stock	898 (7)	
Stock Option (Right to Buy)	\$ 22.4287 (7)	09/26/2014		A(7)	808 (7)	(8) 05/23/2017	Common Stock	808 (7)	

Stock Option (Right to Buy)	\$ 24.9015 (7)	09/26/2014	A(7)	851 (7)	(8)	06/05/2018	Common Stock	851 (7)
Stock Option (Right to Buy)	\$ 23.0328 (7)	09/26/2014	A(7)	837 (7)	(8)	06/04/2019	Common Stock	837 (7)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RYAN VINCENT J C/O SCHOONER CAPITAL 60 SOUTH STREET, SUITE 1120 BOSTON, MA 02111		X		

Signatures

/s/ Sarah Cammarata, under Power of Attorney dated September 16, 2010 from Vincent J. Ryan

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) The shares gifted by the Reporting Person on September 15, 2014 were gifted to The Schooner Foundation, a private non-profit foundation, of which the Reporting Person is a trustee but in which the Reporting Person has no pecuniary interest.
- (2) Shares held in the Vincent J. Ryan Revocable Trust, dated December 24, 1987 (the "Ryan Trust").
- (3) This transaction was effected pursuant to a 10b5-1 trading plan adopted on September 15, 2014 by the Ryan Trust.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.76 to \$34.09, inclusive. The Reporting Person undertakes to provide to Iron Mountain Incorporated, any security holder of Iron Mountain Incorporated, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (4).

- (4) Shares held by Schooner Capital Corporation.
- (5) Shares held in the Carla E. Meyer Three-Year Retained Annuity Trust, dated October 29, 2008.
- (6) This report reflects adjustments effective on September 26, 2014 approved by the Board of Directors of Iron Mountain Incorporated (the "Board") made in connection with a special distribution declared by the Board on September 15, 2014.
- (7) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.