

IRON MOUNTAIN INC
Form 4
April 20, 2016

FORM 4

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

OMB APPROVAL

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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 *
Duale Marc A

(Last) (First) (Middle)

THIRD FLOOR, COTTONS
CENTRE,, TOOLEY STREET

(Street)

LONDON, X0 SE1 2TT

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/18/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

President Iron Mountain Int'l

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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$.01 per share | 04/18/2016 | | S ⁽¹⁾ | | 12,501 | D | \$ 35 |
| | | | | | 51,211 | D | |
| Common Stock, par value \$.01 per share | 04/18/2016 | | S ⁽¹⁾ | | 400 | D | \$ 35.01 |
| | | | | | 50,811 | D | |
| Common Stock, par value \$.01 per share | 04/18/2016 | | S ⁽¹⁾ | | 10,800 | D | \$ 35.02 |
| | | | | | 40,011 | D | |

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| | | | | | | | |
|---|------------|-------------------------|--------|---|-----------|--------|---|
| Common Stock, par value \$.01 per share | 04/18/2016 | <u>M</u> ⁽¹⁾ | 8,756 | A | \$ 24.804 | 48,767 | D |
| Common Stock, par value \$.01 per share | 04/18/2016 | <u>S</u> ⁽¹⁾ | 8,756 | D | \$ 35 | 40,011 | D |
| Common Stock, par value \$.01 per share | 04/18/2016 | <u>M</u> ⁽¹⁾ | 11,345 | A | \$ 22.036 | 51,356 | D |
| Common Stock, par value \$.01 per share | 04/18/2016 | <u>S</u> ⁽¹⁾ | 11,345 | D | \$ 35 | 40,011 | D |

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.

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(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 24.804 | 04/18/2016 | | <u>M</u> ⁽¹⁾ | 8,756 | <u>(2)</u> 02/13/2024 | Common Stock 8,756 |
| Employee Stock Option (Right to Buy) | \$ 22.036 | 04/18/2016 | | <u>M</u> ⁽¹⁾ | 11,345 | <u>(3)</u> 03/01/2019 | Common Stock 11,345 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Duale Marc A THIRD FLOOR, COTTONS CENTRE, TOOLEY STREET LONDON, X0 SE1 2TT | | | President Iron Mountain Int'l | |

Signatures

/s/ Garry B. Watzke, under Power of Attorney dated December 2, 2010, from Marc A. Duale

04/20/2016

__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 transaction was effected pursuant to a 10b5-1 trading plan which was approved and became effective as of December 1, 2015.

(2) This stock option, representing a right to purchase a total of 26,296 shares, vests in substantially equal annual installments on February 13 of each year until 2017. The number of stock options granted includes previously reported adjustments effective on September 26, 2014 made in connection with the special distribution declared by the Board of Directors of Iron Mountain Incorporated on September 15, 2014 and paid on November 4, 2014 (the "Special Distribution").

(3) This stock option, representing a right to purchase a total of 34,037 shares, vests in substantially equal annual installments on March 2 of each year until 2017. The number of stock options granted includes previously reported adjustments effective on September 26, 2014 made in connection with the Special Distribution.

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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