

IRON MOUNTAIN INC
Form 4
August 25, 2014

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 *
Drapeau Anne S

(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)
08/21/2014

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)
EVP, Strategy and Talent

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 Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$.01 per share | 08/21/2014 | | M ⁽¹⁾ | | 13,740 | A | \$ 21.834 |
| Common Stock, par value \$.01 per share | 08/21/2014 | | S ⁽¹⁾ | | 13,740 | D | \$ 36 24,003 |
| Common Stock, par value \$.01 per share | 08/21/2014 | | M ⁽¹⁾ | | 8,618 | A | \$ 21.834 32,621 |

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per share

Common Stock, par value \$.01 per share
 08/21/2014 S⁽¹⁾ 2,000 D \$ 35.99 30,621 D

Common Stock, par value \$.01 per share
 08/21/2014 S⁽¹⁾ 4,500 D \$ 36 26,121 D

Common Stock, par value \$.01 per share
 08/21/2014 S⁽¹⁾ 2,118 D \$ 36.01 24,003 D

Common Stock, par value \$.01 per share
 08/21/2014 M⁽¹⁾ 11,299 A \$ 25.092 35,302 D

Common Stock, par value \$.01 per share
 08/21/2014 S⁽¹⁾ 11,299 D \$ 36 24,003 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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) | \$ 21.834 | 08/21/2014 | | M ⁽¹⁾ | 13,740 | ⁽²⁾ 06/03/2020 | Common Stock 13,740 |

| | | | | | | | | |
|--|-----------|------------|------------------|--------|------------|------------|-----------------|--------|
| Employee Stock Option (Right to Buy) | \$ 21.834 | 08/21/2014 | M ⁽¹⁾ | 8,618 | <u>(2)</u> | 06/03/2020 | Common Stock | 8,618 |
| Employee Stock Option (Right to Buy) | \$ 25.092 | 08/21/2014 | M ⁽¹⁾ | 11,299 | <u>(3)</u> | 03/11/2021 | Common Stock | 11,299 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Drapeau Anne S C/O IRON MOUNTAIN INCORPORATED ONE FEDERAL STREET BOSTON, MA 02110 | | | EVP, Strategy and Talent | |

Signatures

/s/ Garry B. Watzke, under Power of Attorney dated November 1, 2013, from Anne S. Drapeau 08/25/2014

__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 transaction reported on this Form 4 was effected pursuant to a 10b5-1 trading plan which was approved and became effective as of August 8, 2014.
- (2) This stock option, which initially represented a right to purchase a total of 102,866 shares, is fully vested.
- (3) This stock option, which initially represented a right to purchase a total of 16,939 shares, 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.