

Edgar Filing: IRON MOUNTAIN INC - Form FWP

IRON MOUNTAIN INC  
Form FWP  
September 20, 2011

Filed Pursuant to Rule 433  
Dated September 20, 2011  
Registration Statement No. 333-167837  
Supplementing Preliminary Prospectus Supplement Dated September 20, 2011, and  
Prospectus dated June 28, 2010

**IRON MOUNTAIN INCORPORATED PRICING SUPPLEMENT**

Issuer: Iron Mountain Incorporated  
Issue: Senior Subordinated Notes due 2019  
Distribution: SEC Registered  
Offering Size: \$400,000,000  
Coupon: 7.750% per annum, payable semi-annually, October 1 and April 1, commencing April 1, 2012  
Maturity: October 1, 2019  
Price to Public (Issue Price): 100.000%  
Gross Proceeds: \$400,000,000  
Gross Spread: 1.500%  
All-in Price: 98.500%  
Net Proceeds to Issuer: \$394,000,000 (before offering expenses)  
Spread to Treasury: + 616 bps  
Benchmark: UST 3.375% due November 15, 2019  
Optional Redemption: Make-Whole T +50 bps until October 1, 2015  
Call Prices:  
October 1, 2015 103.875%  
October 1, 2016 101.938%  
October 1, 2017 and thereafter 100.000%  
Equity Clawback: A portion of the outstanding notes at 107.750% until October 1, 2014, provided at least \$260,000,000 aggregate principal amount of notes (including any additional notes subsequently issued as part of the same class) remain outstanding immediately thereafter  
Change of Control: 101% of principal plus accrued interest  
Trade Date: September 20, 2011  
Settlement Date: September 23, 2011 (T+3)  
CUSIP: 46284PAN4  
ISIN: US46284PAN42  
Denominations: 2,000 x 1,000  
Joint Bookrunners: J.P. Morgan Securities LLC, Morgan Stanley & Co. LLC, Barclays Capital Inc., Merrill Lynch, Pierce, Fenner & Smith Incorporated, HSBC Securities (USA) Inc., RBS Securities Inc., Scotia Capital (USA) Inc.  
Co-Managers: Credit Agricole Securities (USA) Inc., PNC Capital Markets LLC, TD Securities (USA) LLC, Wells Fargo Securities, LLC  
Use of Proceeds: We intend to use the net proceeds of the notes for general corporate purposes, including funding a portion of the shareholder payout commitments we have made and possible future acquisitions and investments. See Use of proceeds.  
Other Information: The following changes are made to the preliminary prospectus supplement dated September 20, 2011, to which this pricing term sheet relates:

1. The following table replaces the financial table on page S-13:

**As Adjusted At June 30, 2011**  
**(Dollars in millions)**

Total long-term debt	\$	3,333.1
Total equity	\$	2,062.1

Debt to equity ratio	1.62x
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2. The following language replaces the fifth sentence within the section "Use of proceeds" on page S-18:

Based on the interest rate of 7.750%, we will record annual interest expense associated with the notes of \$31.8 million, or approximately \$19.1 million after tax assuming a tax rate of 40%.

3. The last sentence within the section entitled "Use of proceeds" on page S-18 is deleted in its entirety.
4. The following line items replace the corresponding line items in the capitalization table under the "As Adjusted" column under the heading "Capitalization" on page S-19 (in thousands):

Cash and Cash Equivalents	\$	665,124
7¾% Senior Subordinated Notes due 2019(4)	\$	400,000
Total Long-term Debt (including Current Maturities)	\$	3,333,119
Total Capitalization	\$	5,395,228

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling collect at (800) 245-8812.