

IRON MOUNTAIN INC
Form 4
July 06, 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 *
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)
07/01/2016

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)	
				Code	V Amount Price				
Common Stock, par value \$.01 per share	07/01/2016		S ⁽¹⁾	3,000	D	\$ 39.852 (2)	38,622	D	
Common Stock, par value \$.01 per share	07/01/2016		M ⁽¹⁾	16,426	A	\$ 30.427	55,048	D	
Common Stock, par value \$.01	07/01/2016		S ⁽¹⁾	16,426	D	\$ 39.93 (3)	38,622	D	

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per share

Common Stock, par value \$.01 per share	07/01/2016	<u>M</u> ⁽¹⁾	115,033	A	\$ 30.427	153,655	D
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Common Stock, par value \$.01 per share	07/01/2016	<u>S</u> ⁽¹⁾	115,033	D	\$ 39.927 <u>(3)</u>	38,622	D
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Common Stock, par value \$.01 per share	07/01/2016	<u>M</u> ⁽¹⁾	3	A	\$ 30.427	38,625	D
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Common Stock, par value \$.01 per share	07/01/2016	<u>S</u> ⁽¹⁾	3	D	\$ 39.92	38,622	D
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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)	Amount Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 30.427	07/01/2016		<u>M</u> ⁽¹⁾	16,426	<u>(4)</u> 12/06/2017	Common Stock	16,426
Employee Stock Option (Right to Buy)	\$ 30.427	07/01/2016		<u>M</u> ⁽¹⁾	115,033	<u>(5)</u> 12/05/2017	Common Stock	115,033
	\$ 30.427	07/01/2016		<u>M</u> ⁽¹⁾	3	12/06/2012 12/06/2017		3

Employee
Stock
Option
(Right to
Buy)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cloutier Ernest W C/O IRON MOUNTAIN INCORPORATED ONE FEDERAL STREET BOSTON, MA 02110			EVP, Gen. Counsel, Secretary	

Signatures

/s/ Elizabeth Tamaro, under Power of Attorney dated May 26, 2016, from Ernest W. Cloutier

07/06/2016

__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 April 29, 2016.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.850 to \$39.852, inclusive. The Reporting Person undertakes to provide to Iron Mountain Incorporated (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission (the "SEC"), upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (2).

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.850 to \$40.000, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (3).

(4) This stock option, representing a right to purchase a total of 16,426 shares, is fully vested. 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 the Company on September 15, 2014 and paid on November 4, 2014 (the "Special Distribution").

(5) This stock option, representing a right to purchase a total of 115,033 shares, is fully vested. 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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