

MCKEON BRIAN P
Form 4
May 11, 2011

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MCKEON BRIAN P

(Last) (First) (Middle)

C/O IRON MOUNTAIN
INFORMATION
MANAGEMENT, INC., 745
ATLANTIC AVENUE

(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)
05/09/2011

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)

Chief Financial Officer

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)
Common Stock	05/09/2011		M ⁽¹⁾	10,845 A	\$ 27.665 17,249	D	
Common Stock	05/09/2011		M ⁽¹⁾	99,192 A	\$ 27.665 116,441	D	
Common Stock	05/09/2011		M ⁽¹⁾	43,375 A	\$ 27.665 159,816	D	
Common Stock	05/09/2011		S ⁽¹⁾	153,412 D	\$ 32.2548 6,404	D	

(2)

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Common Stock	05/10/2011	M ⁽¹⁾	96,000	A	\$ 27.665	102,404	D
Common Stock	05/10/2011	S ⁽¹⁾	96,000	D	\$ 32.3044 <u>(3)</u>	6,404	D

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

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 27.665	05/09/2011		M ⁽¹⁾		10,845		⁽⁴⁾	05/23/2019	Common Stock	10,845
Employee Stock Option (Right to Buy)	\$ 27.665	05/09/2011		M ⁽¹⁾		99,192		⁽⁵⁾	05/23/2017	Common Stock	99,192
Employee Stock Option (Right to Buy)	\$ 27.665	05/09/2011		M ⁽¹⁾		43,375		⁽⁶⁾	05/23/2017	Common Stock	43,375
Employee Stock Option (Right to Buy)	\$ 27.665	05/10/2011		M ⁽¹⁾		96,000		⁽⁵⁾	05/23/2017	Common Stock	96,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCKEON BRIAN P C/O IRON MOUNTAIN INFORMATION MANAGEMENT INC., 745 ATLANTIC AVENUE BOSTON, MA 02111			Chief Financial Officer	

Signatures

/s/ Sarah Cammarata, under Power of Attorney dated September 15, 2010, from Brian McKeon

05/11/2011

__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 transactions reported on this Form 4 were effected pursuant to a 10b5-1 trading plan adopted by the reporting person on May 4, 2011.
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.25 to \$32.29, 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 footnotes (2) and (3) to this Form 4.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.25 to \$32.555, inclusive.
- (3) The option, representing a right to purchase a total of 36,153 shares, vests in ten equal annual installments beginning on May 24, 2008, which was the first anniversary of the date on which the option was granted.
- (4) The option, representing a right to purchase a total of 325,321 shares, vests in five equal annual installments beginning on May 24, 2008, which was the first anniversary of the date on which the option was granted.
- (5) The option, representing a right to purchase a total of 72,293 shares, vests in five equal annual installments beginning on May 24, 2008, which was the first anniversary of the date on which the option was granted.
- (6) The option, representing a right to purchase a total of 72,293 shares, vests in five equal annual installments beginning on May 24, 2008, which was the first anniversary of the date on which the option was granted.

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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