

IRON MOUNTAIN INC

Form 4

February 18, 2016

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Day Roderick

(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)
02/16/2016

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 ____ Other (specify
below) 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 Ownership (Instr. 4)
Common Stock, par value \$.01 per share	02/16/2016		M	1,317 (1)	A \$ 0 19,441	D	
Common Stock, par value \$.01 per share	02/16/2016		F	618 D \$ 28.07	18,823	D	
Common Stock, par value \$.01	02/16/2016		M	1,237 (1)	A \$ 0 20,060	D	

per share

Common

Stock, par

value \$.01 02/16/2016

F

581

D

\$
28.07

19,479

D

per share

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)		8. Pr Deriv Secur (Instr	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(2)	02/16/2016		M		1,317		(3)	(3)	Common Stock	1,317
Restricted Stock Units	(2)	02/16/2016		M		1,237		(4)	(4)	Common Stock	1,237

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Day Roderick
C/O IRON MOUNTAIN INCORPORATED,
ONE FEDERAL STREET
BOSTON, MA 02110

Chief Financial Officer

Signatures

/s/ Ernest W. Cloutier, under Power of Attorney dated October 11, 2013, from Roderick
Day

02/18/2016

__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 acquisition is reported to reflect the partial vesting of restricted stock units ("RSUs") previously granted to the Reporting Person on February 13, 2014.
- (2) Each RSU represents a contingent right to receive one share of Iron Mountain Incorporated common stock ("Common Stock").

The RSUs, representing a contingent right to receive a total of 3,957 shares of Common Stock, were granted to the Reporting Person on February 13, 2014 and vest in three substantially equal annual installments beginning on the first anniversary of the grant date. The
- (3) number of RSUs granted includes previously reported RSUs allocated on November 4, 2014 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").

The RSUs, representing a contingent right to receive a total of 2,474 shares of Common Stock, were granted to the Reporting Person on
- (4) February 13, 2014 and have vested in two substantially equal annual installments, the last of which was on February 16, 2016. The number of RSUs granted includes previously reported RSUs allocated on November 4, 2014 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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