

IRON MOUNTAIN INC
Form 4
September 10, 2012

FORM 4

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

OMB APPROVAL

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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 *
EBBIGHAUSEN HAROLD E

(Last) (First) (Middle)

6 EDMUND BRIGHAM WAY

(Street)

WESTBOROUGH, MA 01581

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
IRON MOUNTAIN INC [IRM]

3. Date of Earliest Transaction (Month/Day/Year)
09/06/2012

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)
President, North America

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 or Price		
Common Stock, par value \$.01 per share	09/06/2012		M ⁽¹⁾		1,500 A \$ 28.105	27,976	D
Common Stock, par value \$.01 per share	09/06/2012		M ⁽¹⁾		1,500 A \$ 28.967	29,476	D
Common Stock, par value \$.01 per share	09/06/2012		M ⁽¹⁾		17,800 A \$ 27.18	47,276	D

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Common Stock, par value \$.01 per share	09/06/2012	<u>M</u> ⁽¹⁾	1,448	A	\$ 27.18	48,724	D
Common Stock, par value \$.01 per share	09/06/2012	<u>M</u> ⁽¹⁾	1,500	A	\$ 27.735	50,224	D
Common Stock, par value \$.01 per share	09/06/2012	<u>S</u> ⁽¹⁾	23,748	D	\$ 33	26,476	D
Common Stock, par value \$.01 per share	09/07/2012	<u>M</u> ⁽¹⁾	13,000	A	\$ 28.105	39,476	D
Common Stock, par value \$.01 per share	09/07/2012	<u>M</u> ⁽¹⁾	13,100	A	\$ 28.967	52,576	D
Common Stock, par value \$.01 per share	09/07/2012	<u>M</u> ⁽¹⁾	42,907	A	\$ 27.18	95,483	D
Common Stock, par value \$.01 per share	09/07/2012	<u>S</u> ⁽¹⁾	69,007	D	\$ 33	26,476	D
Common Stock, par value \$.01 per share	09/07/2012	<u>M</u> ⁽¹⁾	13,249	A	\$ 27.18	39,725	D
Common Stock, par value \$.01 per share	09/07/2012	<u>S</u> ⁽¹⁾	13,249	D	\$ 33 ⁽²⁾	26,476	D
Common Stock, par value \$.01 per share	09/07/2012	<u>M</u> ⁽¹⁾	20,000	A	\$ 27.735	46,476	D
Common Stock, par value \$.01 per share	09/07/2012	<u>S</u> ⁽¹⁾	20,000	D	\$ 33.008 ⁽³⁾	26,476	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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 28.105	09/06/2012		M ⁽¹⁾		1,500		⁽⁴⁾	03/11/2021	Common Stock	1,500
Employee Stock Option (Right to Buy)	\$ 28.967	09/06/2012		M ⁽¹⁾		1,500		⁽⁵⁾	12/07/2015	Common Stock	1,500
Employee Stock Option (Right to Buy)	\$ 27.18	09/06/2012		M ⁽¹⁾		17,800		⁽⁵⁾	03/01/2017	Common Stock	17,800
Employee Stock Option (Right to Buy)	\$ 27.18	09/06/2012		M ⁽¹⁾		1,448		⁽⁶⁾	03/01/2019	Common Stock	1,448
Employee Stock Option (Right to Buy)	\$ 27.735	09/06/2012		M ⁽¹⁾		1,500		⁽⁷⁾	04/28/2018	Common Stock	1,500
Employee Stock Option	\$ 28.105	09/07/2012		M ⁽¹⁾		13,000		⁽⁴⁾	03/11/2021	Common Stock	13,000

(Right to Buy)									
Employee Stock Option (Right to Buy)	\$ 28.967	09/07/2012	M ⁽¹⁾	13,100	<u>(5)</u>	12/07/2015	Common Stock	13,100	
Employee Stock Option (Right to Buy)	\$ 27.18	09/07/2012	M ⁽¹⁾	42,907	<u>(5)</u>	03/01/2017	Common Stock	42,907	
Employee Stock Option (Right to Buy)	\$ 27.18	09/07/2012	M ⁽¹⁾	13,249	<u>(6)</u>	03/01/2019	Common Stock	13,249	
Employee Stock Option (Right to Buy)	\$ 27.735	09/07/2012	M ⁽¹⁾	20,000	<u>(7)</u>	04/28/2018	Common Stock	20,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EBBIGHAUSEN HAROLD E 6 EDMUND BRIGHAM WAY WESTBOROUGH, MA 01581			President, North America	

Signatures

/s/ Ernest W. Cloutier, under Power of Attorney dated November 17, 2010, from Harold E. Ebbighausen 09/10/2012

__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 which was approved and became effective as of September 4, 2012.
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.00 to \$33.01, 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 this footnote (2).
- (2)
- (3)

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The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.00 to \$33.03, 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 this footnote (3).

- (4) This option, representing a right to purchase a total of 49,498 shares, becomes exercisable in three equal annual installments beginning on March 11, 2012, which was the first anniversary of the date of grant.
- (5) This option is fully vested.
- (6) This stock option, representing a right to purchase a total of 64,385 shares, vests in ten equal annual installments beginning on March 2, 2008, which was the first anniversary of the date of grant.
- (7) This stock option, representing a right to purchase a total of 72,111 shares, vests in five equal annual installments beginning on April 28, 2009, which was the first anniversary of the date of grant.

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.