

IRON MOUNTAIN INC  
Form 4  
March 12, 2014

**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 \*  
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)  
03/10/2014

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, Emerging Business

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 Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
|   |                                      |  | Code                           | V   | Amount or Price   |  |   |
| Common Stock, par value \$.01 per share | 03/10/2014                           |  | A                              |   | 7,608<br>(1)  | A  | \$ 0 53,594 D   |
| Common Stock, par value \$.01 per share | 03/10/2014                           |  | F                              |   | 2,466   | D  | \$ 27.97 51,128 D                                     |
| Common Stock, par value \$.01 per share | 03/11/2014                           |  | A                              |   | 2,351<br>(2)  | A  | \$ 0 53,479 D   |

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|   |            |   |                              |   |          |        |   |
|---|------------|---|------------------------------|---|----------|--------|---|
| Common Stock, par value \$.01 per share | 03/11/2014 | F | 765                          | D | \$ 27.92 | 52,714 | D |
| Common Stock, par value \$.01 per share | 03/11/2014 | A | <u>15,578</u> <sup>(3)</sup> | A | \$ 0     | 68,292 | D |
| Common Stock, par value \$.01 per share | 03/11/2014 | F | 5,070                        | D | \$ 27.92 | 63,222 | D |

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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code V                         | (A) (D)   | Date Exercisable Expiration Date                         | Title   |                            |
| Restricted Stock Units                     | <u>(4)</u>   | 03/10/2014                           |  | D                              | 7,608   | <u>(5)</u> <u>(5)</u>                                    | Common Stock  | 7,608                      |
| Restricted Stock Units                     | <u>(4)</u>   | 03/11/2014                           |  | D                              | 2,351   | <u>(6)</u> <u>(6)</u>                                    | Common Stock  | 2,351                      |
| Performance Units                          | <u>(7)</u>   | 03/11/2014                           |  | D                              | 15,578  | <u>(8)</u> <u>(8)</u>                                    | Common Stock  | 15,578                     |
| Performance Units                          | <u>(7)</u>   | 03/10/2014                           |  | A                              | <u>11,592</u> <sup>(9)</sup>  | <u>(10)</u> <u>(10)</u>                                  | Common Stock  | 11,592                     |

## Reporting Owners

| Reporting Owner Name / Address               | Relationships |           |                        |       |
|--|---------------|-----------|------------------------|-------|
|  | Director      | 10% Owner | Officer                | Other |
| EBBIGHAUSEN HAROLD E<br>6 EDMUND BRIGHAM WAY |               |           | EVP, Emerging Business |       |

WESTBOROUGH, MA 01581

## Signatures

/s/ Sarah Cammarata, under Power of Attorney dated November 17, 2010, from Harold E. Ebbighausen

03/12/2014

\_\_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 March 9, 2012.
- (2) This acquisition is reported to reflect the partial vesting of RSUs previously granted to the Reporting Person on March 11, 2011.
- (3) This acquisition is reported to reflect the full vesting of performance units ("PUs") previously granted to the Reporting Person on March 11, 2011.
- (4) Each RSU represents a contingent right to receive one share of Iron Mountain Incorporated common stock ("Common Stock").
- (5) The RSUs, representing a contingent right to receive a total of 22,848 shares of Common Stock, were granted to the Reporting Person on March 9, 2012 and vest in three substantially equal annual installments beginning on the first anniversary of the grant date.
- (6) The RSUs, representing a contingent right to receive a total of 6,826 shares of Common Stock, were granted to the Reporting Person on March 11, 2011 and have vested in full in three substantially equal annual installments, the last of which was on March 11, 2014.
- (7) Each PU represents a contingent right to receive one share of Common Stock.
- (8) The PUs fully vested on March 11, 2014.  
The PUs were previously granted to the Reporting Person on March 15, 2013, and on March 10, 2014, the Compensation Committee of Iron Mountain Incorporated's Board of Directors determined the actual award of PUs under the grant after completion of the relevant performance period.
- (10) The PUs fully vest on March 15, 2016, subject to certain exceptions, if the Reporting Person is, as of that date, continuing to perform services for Iron Mountain Incorporated.

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.