

IRON MOUNTAIN INC
Form 4
April 03, 2017

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 *
Duale Marc A

(Last) (First) (Middle)

THIRD FLOOR, COTTONS
CENTRE,, TOOLEY STREET

(Street)

LONDON, X0 SE1 2TT

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/02/2017

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, Iron Mountain Int.

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	(D)	Price
Common Stock, par value \$.01 per share	03/02/2017 ⁽¹⁾		M		11,347	A	\$ 22.0356
Common Stock, par value \$.01 per share	03/02/2017 ⁽¹⁾		F		7,054	D	\$ 36.32
Common Stock, par value \$.01 per share	03/02/2017 ⁽¹⁾		M		8,783	A	\$ 24.8037
Common Stock, par value \$.01 per share	03/02/2017 ⁽¹⁾						\$ 55,385
Common Stock, par value \$.01 per share	03/02/2017 ⁽¹⁾						\$ 48,331
Common Stock, par value \$.01 per share	03/02/2017 ⁽¹⁾						\$ 57,114

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Common Stock, par value \$.01 per share	03/02/2017 ⁽¹⁾	F	6,099	D	\$ 36.32	51,015	D
Common Stock, par value \$.01 per share	03/31/2017	M	<u>1,936</u> ⁽²⁾	A	\$ 0	52,951	D
Common Stock, par value \$.01 per share	03/31/2017	F	109	D	\$ 35.39	52,842	D
Common Stock, par value \$.01 per share	03/31/2017	M	<u>8,532</u> ⁽³⁾	A	\$ 0	61,374	D
Common Stock, par value \$.01 per share	03/31/2017	F	430	D	\$ 35.39	60,944	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 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)	\$ 22.0356	03/02/2017 ⁽¹⁾		M	11,347	⁽⁴⁾	03/01/2019	Common Stock	11,347
Employee Stock	\$ 24.8037	03/02/2017 ⁽¹⁾		M	8,783	⁽⁵⁾	02/13/2024	Common Stock	8,783

Option (Right to Buy)									
Restricted Stock Units	(6)	03/31/2017	M	1,936	(7)	(7)	Common Stock	1,936	
Restricted Stock Units	(6)	03/31/2017	M	8,532	(8)	(8)	Common Stock	8,532	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Duale Marc A THIRD FLOOR, COTTONS CENTRE, TOOLEY STREET LONDON, X0 SE1 2TT			President, Iron Mountain Int.	

Signatures

/s/ Elizabeth Tammaro, under Power of Attorney dated May 26, 2016, from Marc A. Duale

04/03/2017

__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 report is being filed late due to an administrative error by a third party broker firm that is the administrator of this transaction.
- (2) This acquisition is reported to reflect the partial vesting of restricted stock units ("RSUs") previously granted to the Reporting Person on February 19, 2015.
- (3) This acquisition is reported to reflect the partial vesting of RSUs previously granted to the Reporting Person on February 18, 2016.
- (4) This stock option, representing a right to purchase a total of 113,451 shares, is fully vested. The number of stock options granted includes previously reported adjustments effective on October 18, 2012 made in connection with a special dividend declared by the Board of Directors of the Issuer and on September 26, 2014 made in connection with the special distribution declared by the Board of Directors of the Issuer (the "Special Distribution").
- (5) This stock option, representing a right to purchase a total of 26,296 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.
- (6) Each RSU represents a contingent right to receive one share of the Issuer's common stock ("Common Stock").
The RSUs, representing a contingent right to receive a total of 5,794 shares of Common Stock, were granted to the Reporting Person on February 19, 2015 and vest in three substantially equal annual installments beginning on the first anniversary of the grant date. In connection with the Reporting Person's resignation from the Issuer on March 31, 2017, the unvested portion of this RSU award became fully vested.
- (7) The RSUs, representing a contingent right to receive a total of 25,623 shares of Common Stock, were granted to the Reporting Person on February 18, 2016 and vest in three substantially equal annual installments beginning on the first anniversary of the grant date. In connection with the Reporting Person's resignation from the Issuer on March 31, 2017, the unvested portion of this RSU award became partially vested.
- (8) The RSUs, representing a contingent right to receive a total of 25,623 shares of Common Stock, were granted to the Reporting Person on February 18, 2016 and vest in three substantially equal annual installments beginning on the first anniversary of the grant date. In connection with the Reporting Person's resignation from the Issuer on March 31, 2017, the unvested portion of this RSU award became partially vested.

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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