

IRON MOUNTAIN INC
Form 3
November 12, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Cloutier Ernest W | | (Month/Day/Year) | IRON MOUNTAIN INC [IRM] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 10/30/2013 | | |
| C/O IRON MOUNTAIN INCORPORATED,Â 745 ATLANTIC AVENUE | | | (Check all applicable) | |
| | (Street) | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) (specify below) | |
| | | | EVP, Gen. Counsel, Secretary | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |
| BOSTON,Â MAÂ 02111 | | | | |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|---|--|
| Common Stock, par value \$.01 per share | 5,216 | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|------------|---------------------------------------|---|
| Performance Units | Â (1) | Â (1) | Common Stock | 3,894 | \$ (2) | D | Â |
| Performance Units | Â (3) | Â (3) | Common Stock | 8,510 | \$ (2) | D | Â |
| Restricted Stock Units | 03/11/2014 | 03/11/2014 | Common Stock | 588 | \$ (4) | D | Â |
| Restricted Stock Units | 06/09/2014 | 06/09/2014 | Common Stock | 1,706 | \$ (4) | D | Â |
| Restricted Stock Units | Â (5) | Â (5) | Common Stock | 6,350 | \$ (4) | D | Â |
| Restricted Stock Units | Â (6) | Â (6) | Common Stock | 8,275 | \$ (4) | D | Â |
| Employee Stock Option (Right to Buy) | Â (7) | 12/05/2017 | Common Stock | 104,457 | \$ 33.5072 | D | Â |
| Employee Stock Option (Right to Buy) | Â (7) | 12/06/2017 | Common Stock | 14,919 | \$ 33.5072 | D | Â |
| Employee Stock Option (Right to Buy) | Â (8) | 03/05/2019 | Common Stock | 33,557 | \$ 16.0617 | D | Â |
| Employee Stock Option (Right to Buy) | Â (9) | 03/11/2021 | Common Stock | 13,859 | \$ 25.0925 | D | Â |
| Employee Stock Option (Right to Buy) | Â (10) | 06/09/2021 | Common Stock | 20,008 | \$ 28.8289 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|--------------------------------|
| | Director | 10% Owner | Officer | Other |
| Cloutier Ernest W C/O IRON MOUNTAIN INCORPORATED 745 ATLANTIC AVENUE BOSTON, MA 02111 | Â | Â | Â | EVP, Gen. Counsel, Secretary Â |

Signatures

/s/ Sarah Cammarata, under Power of Attorney dated November 1, 2013, from Ernest W. Cloutier

11/12/2013

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 performance units ("PUs") will fully vest on March 11, 2014, subject to certain exceptions, if the Reporting Person is, as of that date, continuing to perform services for Iron Mountain Incorporated.
- (2) Each PU represents a contingent right to receive one share of Iron Mountain Incorporated common stock ("Common Stock").
- (3) The PUs will fully vest on March 9, 2015, subject to certain exceptions, if the Reporting Person is, as of that date, continuing to perform services for Iron Mountain Incorporated.
- (4) Each restricted stock unit ("RSU") represents a contingent right to receive one share of Common Stock.
- (5) The RSUs vest in two substantially equal installments on March 9, 2014 and March 9, 2015.
- (6) The RSUs were granted to the Reporting Person on March 15, 2013 and vest in three substantially equal annual installments beginning on the first anniversary of the grant date.
- (7) This option is fully vested.
- (8) 19,860 shares of this option have vested. The remaining shares vest on March 5, 2014.
- (9) 9,229 shares of this option have vested. The remaining shares vest on March 11, 2014.
- (10) 13,325 shares of this option have vested. The remaining shares vest on June 9, 2014.

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.