

IRON MOUNTAIN INC
Form 3/A
April 17, 2015

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)

| | | | | | |
|---|---|---|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Keddy Patrick J</p> <p>(Last) (First) (Middle)</p> <p>C/O IRON MOUNTAIN INCORPORATED,Â ONE FEDERAL STREET</p> <p>(Street)</p> <p>BOSTON,Â MAÂ 02110</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>04/02/2015</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>IRON MOUNTAIN INC [IRM]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Exec VP & GM, N. A. & W. Europ</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>04/13/2015</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|--|---|---|

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 | 6,563 | 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 | 991 | \$ (2) | D | Â |
| Restricted Stock Units | 03/15/2016 | 03/15/2016 | Common Stock | 474 | \$ (3) | D | Â |
| Restricted Stock Units | Â (4) | Â (4) | Common Stock | 2,641 | \$ (3) | D | Â |
| Restricted Stock Units | Â (5) | Â (5) | Common Stock | 2,575 | \$ (3) | D | Â |
| Employee Stock Option (Right to Buy) | Â (6) | 11/29/2021 | Common Stock | 42,843 | \$ 24.0827 | D | Â |
| Employee Stock Option (Right to Buy) | Â (7) | 02/13/2024 | Common Stock | 7,011 | \$ 24.8037 | D | Â |
| Employee Stock Option (Right to Buy) | Â (8) | 02/19/2025 | Common Stock | 7,133 | \$ 38.83 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | Other |
|---|---------------|-----------|---------|--------------------------------|-------|
| | Director | 10% Owner | Officer | | |
| Keddy Patrick J C/O IRON MOUNTAIN INCORPORATED ONE FEDERAL STREET BOSTON, MA 02110 | Â | Â | Â | Exec VP & GM, N. A. & W. Europ | Â |

Signatures

/s/ Sarah Cammarata, under Power of Attorney dated April 8, 2015, from Patrick Keddy 04/17/2015

**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 15, 2016, 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) Each restricted stock unit ("RSU") represents a contingent right to receive one share of Common Stock.
- (4) The RSUs vest in two substantially equal installments on February 13, 2016 and February 13, 2017.
- (5) The RSUs 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.
- (6) This option is fully vested.

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- (7) This option has vested with respect to 2,344 shares. The remaining shares vest in two substantially equal installments beginning on February 13, 2016.
- (8) This option vests in three substantially equal installments on February 19, 2016, February 19, 2017 and February 19, 2018.

Â

Remarks:

ThisÂ amendmentÂ isÂ beingÂ filedÂ solelyÂ toÂ includeÂ theÂ powerÂ ofÂ attorney.

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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