

IRON MOUNTAIN INC  
Form 4  
May 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 \*  
**BAILEY CLARK H**

(Last) (First) (Middle)

9 CLUB WAY

(Street)

NEW ROCHELLE, NY 10804

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/01/2017**

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)

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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock, par value \$.01 per share | 05/01/2017                           |  | M                              | 8,798 A   | \$ 22.429 160,392 <sup>(1)</sup>  | D  |  |
| Common Stock, par value \$.01 per share | 05/01/2017                           |  | S                              | 8,798 D   | \$ 34.967 151,594   | D  |  |
| Common Stock, par value \$.01 per share |                                      |  |                                |   | 12,409  | I  | See footnote <sup>(2)</sup>                |

|  |        |   |                        |
|--|--------|---|------------------------|
| Common<br>Stock, par<br>value \$.01<br>per share | 12,409 | I | See<br>footnote<br>(3) |
|--|--------|---|------------------------|

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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) | 8.           |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
|  |  |                                      |  |                                |   | Code   | V   | (A)          | (D)                        |
| Employee Stock Option (Right to Buy)       | \$ 22.429  | 05/01/2017                           |  | M                              | 8,798   | <u>(4)</u>   | 05/23/2017  | Common Stock | 8,798                      |

## Reporting Owners

| Reporting Owner Name / Address                         | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| BAILEY CLARK H<br>9 CLUB WAY<br>NEW ROCHELLE, NY 10804 |               | X         |         |       |

## Signatures

|  |            |
|--|------------|
| /s/ Elizabeth Tammaro, under Power of Attorney dated May 26, 2016, from Clarke H. Bailey | 05/03/2017 |
| **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).

- This amount reflects the correction of a minor rounding error with respect to the number of shares of Iron Mountain Incorporated common stock ("Common Stock") acquired by the Reporting Person on November 4, 2014 as a result of the Reporting Person's receipt of his pro rata portion of the special distribution declared by the Board of Directors of Iron Mountain Incorporated on September 15, 2014 and paid on November 4, 2014 (the "Special Distribution").
- (1) Shares held by the Clarke H. Bailey GST Trust for the benefit of Trent S. Bailey.
  - (2) Shares held by the Clarke H. Bailey GST Trust for the benefit of Turner H. Bailey.
  - (3) This stock option, representing a right to purchase a total of 8,798 shares of Common Stock, 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.

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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