

MCKEON BRIAN P
Form 4
May 11, 2011

FORM 4

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

OMB APPROVAL

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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 *
MCKEON BRIAN P

(Last) (First) (Middle)

C/O IRON MOUNTAIN
INFORMATION
MANAGEMENT, INC., 745
ATLANTIC AVENUE

(Street)

BOSTON, MA 02111

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/09/2011

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)
Chief Financial Officer

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	05/09/2011		M ⁽¹⁾	A	\$ 27.665	17,249	D
Common Stock	05/09/2011		M ⁽¹⁾	A	\$ 27.665	116,441	D
Common Stock	05/09/2011		M ⁽¹⁾	A	\$ 27.665	159,816	D
Common Stock	05/09/2011		S ⁽¹⁾	D	\$ 32.2548	6,404	D
				(2)			

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Common Stock	05/10/2011		<u>M</u> ⁽¹⁾	96,000	A	\$ 27.665	102,404	D
Common Stock	05/10/2011		<u>S</u> ⁽¹⁾	96,000	D	\$ 32.3044 <u>(3)</u>	6,404	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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 27.665	05/09/2011		<u>M</u> ⁽¹⁾	10,845	<u>(4)</u>	05/23/2019	Common Stock	10,845
Employee Stock Option (Right to Buy)	\$ 27.665	05/09/2011		<u>M</u> ⁽¹⁾	99,192	<u>(5)</u>	05/23/2017	Common Stock	99,192
Employee Stock Option (Right to Buy)	\$ 27.665	05/09/2011		<u>M</u> ⁽¹⁾	43,375	<u>(6)</u>	05/23/2017	Common Stock	43,375
Employee Stock Option (Right to Buy)	\$ 27.665	05/10/2011		<u>M</u> ⁽¹⁾	96,000	<u>(5)</u>	05/23/2017	Common Stock	96,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCKEON BRIAN P C/O IRON MOUNTAIN INFORMATION MANAGEMENT INC., 745 ATLANTIC AVENUE BOSTON, MA 02111			Chief Financial Officer	

Signatures

/s/ Sarah Cammarata, under Power of Attorney dated September 15, 2010, from Brian McKeon 05/11/2011

**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) The transactions reported on this Form 4 were effected pursuant to a 10b5-1 trading plan adopted by the reporting person on May 4, 2011. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.25 to \$32.29, inclusive. The reporting person undertakes to provide to Iron Mountain Incorporated, any security holder of Iron Mountain Incorporated, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2) and (3) to this Form 4.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.25 to \$32.555, inclusive.
- (3) The option, representing a right to purchase a total of 36,153 shares, vests in ten equal annual installments beginning on May 24, 2008, which was the first anniversary of the date on which the option was granted.
- (4) The option, representing a right to purchase a total of 325,321 shares, vests in five equal annual installments beginning on May 24, 2008, which was the first anniversary of the date on which the option was granted.
- (5) The option, representing a right to purchase a total of 72,293 shares, vests in five equal annual installments beginning on May 24, 2008, which was the first anniversary of the date on which the option was granted.
- (6) The option, representing a right to purchase a total of 72,293 shares, vests in five equal annual installments beginning on May 24, 2008, which was the first anniversary of the date on which the option was granted.

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.