

RYAN VINCENT J
Form 4/A
June 18, 2012

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
RYAN VINCENT J

(Last) (First) (Middle)

C/O SCHOONER CAPITAL, 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)
04/17/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)
04/17/2012

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 Beneficial Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount	(D)	Price

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

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SEC 1474
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D
								S

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)								
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Phantom Stock ⁽¹⁾	<u>(2)</u>	04/17/2012	A		68.9333 <u>(3)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock	68.9333 <u>(3)</u>		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RYAN VINCENT J C/O SCHOONER CAPITAL 745 ATLANTIC AVENUE BOSTON, MA 02111	X			

Signatures

/s/ Sarah Cammarata, under Power of Attorney dated September 16, 2010 from Vincent J. Ryan

06/18/2012

 **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 Amendment is being filed to correct the total shares of phantom stock beneficially owned by the Reporting Person reflected in
(1) column 9 of this Form 4. The line item is being included in this filing merely to gain access to the EDGAR filing system, not to report a new transaction.

Pursuant to Mr. Ryan's election to participate in the Iron Mountain Incorporated Directors Deferred Compensation Plan, the shares of
(2) phantom stock become payable in shares of common stock following Mr. Ryan's disability or cessation of service as a director. Each share of phantom stock is the economic equivalent of one share of common stock.

(3) These shares give effect to dividends paid on common stock as if reinvested in phantom stock.

This Amendment is being filed in connection with the transition by New York Life Investment Management LLC, the record-keeper for the Iron Mountain Incorporated Directors Deferred Compensation Plan (the "Plan"), from a unitized accounting method to a share
(4) accounting method for the Plan. As part of the transition, an adjustment was made to reflect an aggregate historical record-keeping error in the amount of 2.0147 additional shares of phantom stock not previously reported. This Amendment is being filed to reflect the updated total shares of phantom stock beneficially owned by the Reporting Person.

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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