

IRON MOUNTAIN INC

Form 4/A

June 10, 2013

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
VERRECCHIA ALFRED J

(Last) (First) (Middle)

**C/O IRON MOUNTAIN
INCORPORATED, 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)
03/15/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)
03/19/2013

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. 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)
Common Stock, par value \$.01 per share			Code	V Amount (D) Price	10,570 ⁽¹⁾	D	

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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(9-02)

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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. Price of Derivative Security (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock ⁽¹⁾	<u>(2)</u>	03/15/2013		A	689 ⁽¹⁾	<u>(2)</u>	<u>(2)</u>	Common Stock	689 ⁽¹⁾	\$ 0.0

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

VERRECCHIA ALFRED J
C/O IRON MOUNTAIN INCORPORATED
745 ATLANTIC AVENUE
BOSTON, MA 02111

X

Signatures

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

06/10/2013

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) On March 19, 2013, in connection with certain restricted stock units ("RSUs") received on March 15, 2013, which RSUs shall vest on the one year anniversary of the grant date, the Reporting Person filed a Form 4 (the "Original Form 4") to report an acquisition of 689 shares of Iron Mountain Incorporated common stock in Table I. Prior to the receipt of the grant of RSUs, however, the Reporting Person made an election to defer receipt of all restricted stock units awarded during 2013 pursuant to the Iron Mountain Incorporated Directors Deferred Compensation Plan. The Original Form 4, therefore, is being amended to reflect the receipt of the RSUs in Table II as shares of phantom stock. As of March 19, 2013, the Reporting Person owned 10,570 shares of Iron Mountain Incorporated common stock and 4,878 shares of phantom stock (the "Phantom Shares").
- (2) Pursuant to the Reporting Person's election to participate in the Iron Mountain Incorporated Directors Deferred Compensation Plan with respect to the RSUs, the Phantom Shares become payable in Iron Mountain Incorporated common stock following the Reporting Person's disability or cessation of service as a director. Each Phantom Share is the economic equivalent of one share of common stock.

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.