

Keddy Patrick J
Form 4
October 13, 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 *
Keddy Patrick J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O IRON MOUNTAIN
INCORPORATED, ONE FEDERAL
STREET

3. Date of Earliest Transaction
(Month/Day/Year)
10/11/2017

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Exec.VP,GM,N.America,W.Europe

(Street)
BOSTON, MA 02110

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(City) (State) (Zip)

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. Transactionor 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 Ownership (Instr. 4) |
|---|--------------------------------------|--|----------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$.01 per share | 10/11/2017 | | M ⁽¹⁾ | | 7,011 | A | \$ 24.804 |
| Common Stock, par value \$.01 per share | 10/11/2017 | | S ⁽¹⁾ | | 7,011 | D | \$ 39.142 ⁽²⁾ |
| Common Stock, par value \$.01 | 10/11/2017 | | M ⁽¹⁾ | | 16,417 | A | \$ 29.27 |
| | | | | | 29,005 | D | |

per share

Common
Stock, par
value \$.01
per share

10/11/2017

S⁽¹⁾

16,417 D

\$ 39

12,588

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 | |
| Employee Stock Option (Right to Buy) | \$ 24.804 | 10/11/2017 | | M ⁽¹⁾ | 7,011 | ⁽³⁾ 02/13/2024 | | Common Stock | 7,011 |
| Employee Stock Option (Right to Buy) | \$ 29.27 | 10/11/2017 | | M ⁽¹⁾ | 16,417 | ⁽⁴⁾ 02/18/2026 | | Common Stock | 16,417 |

Reporting Owners

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

Signatures

/s/ Elizabeth Tammaro, under Power of Attorney dated May 26, 2016, from Patrick
Keddy

10/13/2017

__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).
- (1) This transaction was effected pursuant to a 10b5-1 trading plan which was approved and became effective as of September 8, 2017.
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39,000 to \$39,215, inclusive. The Reporting Person undertakes to provide to Iron Mountain Incorporated (the "Company"), any security holder of the Company, 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 this footnote (2).
- (2) This stock option, representing a right to purchase a total of 7,011 shares, is fully vested.
- (3) This stock option, representing a right to purchase a total of 49,301 shares, has vested with respect to 16,417 shares. The remaining shares become exercisable in two substantially equal annual installments beginning on February 18, 2018.
- (4)

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.