

IRON MOUNTAIN INC
Form 4
August 04, 2006

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 *
RYAN VINCENT J

(Last) (First) (Middle)

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)
08/02/2006

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 Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock, par value, \$.01 per share | 08/02/2006 | | G | V 1,559 D \$0 | 94,431 | I | Shares held by the Schooner Foundation |
| Common Stock, par value, \$.01 per share | | | | | 16,904 ⁽¹⁾ | I | Shares held in the Carla E. Meyer Three-Year Annuity Trust, dated August 4, 2003 ("Meyer |

| | | | | |
|--|--|-----------------------|---|--|
| Common Stock, par value, \$.01 per share | | 25,356 ⁽²⁾ | I | 2003 Trust) Shares held by a member of Mr. Ryan's household |
| Common Stock, par value, \$.01 per share | | 4,692,859 | I | Shares held as part of the Vincent J. Ryan Revocable Trust, dated 12/24/87 |
| Common Stock, par value, \$.01 per share | | 323,220 | I | Shares held in the Carla E. Meyer Revocable Trust, dated December 7, 2001 ("Meyer 2001 Trust") |
| Common Stock, par value, \$.01 per share | | 6,156,171 | I | Shares held by Schooner Capital Trust ("Schooner Trust") |
| Common Stock, par value, \$.01 per share | | 13,500 | I | Shared held in the name of Citibank, South Dakota, Trustee of the Ryan 1998 Issue Trust |

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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. | 5. Transaction Number | 6. Date Exercisable and Expiration Date | 7. Title and Amount of | 8. Price of Derivative | 9. Nu Deriv |
|------------------------|---------------|--------------------------------------|-------------------------------|----|-----------------------|---|------------------------|------------------------|-------------|
|------------------------|---------------|--------------------------------------|-------------------------------|----|-----------------------|---|------------------------|------------------------|-------------|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | Underlying Securities (Instr. 3 and 4) | Security (Instr. 5) | Secur Bene Own Follo Repo Trans (Instr |
|---------------------|--|----------------------|-----------------|---|------------------|--|----------------------------|--|
| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| RYAN VINCENT J 745 ATLANTIC AVENUE BOSTON, MA 02111 | | X | | |

Signatures

Clare A. Dever, under Power of Attorney dated September 3, 2002 from Vincent J. Ryan. 08/04/2006

__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 August 4, 2006, the Carla E. Meyer Three-Year Retained Annuity Trust transferred 115,007 shares of Iron Mountain Common Stock to The Carla E. Meyer Revocable Trust, dated December 7, 2001 and 109,876 shares to members of the Ryan family, including 84,520 shares transferred to family members who do not live in the Ryan household. As to the 84,520 shares, Mr. Ryan disclaims beneficial ownership.
- (2) Of the 109,876 shares of Iron Mountain Common Stock referenced above, 25,356 shares are held by a member of the family who lives within the Ryan household, as to which Mr. Ryan disclaims beneficial ownership.

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.