

RYAN VINCENT J
Form 5
February 17, 2009

FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

SCHOONER CAPITAL, 745
ATLANTIC AVENUE

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

BOSTON, MA 02111

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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| Common Stock, par value, \$.01 per share | 03/13/2008 | ^ | G | 9,000 (1) D \$ 0 | 7,052,015 | I | See Footnote (2) |
| Common Stock, par value, \$.01 per share | ^ | ^ | ^ | ^ ^ ^ | 148,214 | I | See Footnote (3) |

| | | | | | | | | | |
|--|---|---|---|---|---|---|-----------|---|------------------|
| Common Stock, par value, \$.01 per share | Â | Â | Â | Â | Â | Â | 336,616 | I | See Footnote (4) |
| Common Stock, par value, \$.01 per share | Â | Â | Â | Â | Â | Â | 25,356 | I | See Footnote (5) |
| Common Stock, par value, \$.01 per share | Â | Â | Â | Â | Â | Â | 9,234,256 | I | See Footnote (6) |
| Common Stock, par value, \$.01 per share | Â | Â | Â | Â | Â | Â | 38,371 | I | See Footnote (7) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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) | 9. of D Se O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------------------------|
| | | | | | (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 SCHOONER CAPITAL 745 ATLANTIC AVENUE BOSTON, MA 02111 | Â X | Â | Â | Â |

Signatures

/s/ Vincent J.
Ryan

02/13/2009

__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) Gift of 9,000 shares on March 13, 2008 to Citibank, South Dakota, Trustee of the Ryan 1998 Issue Trust.

(2) Shares held in the Vincent J. Ryan Revocable Trust, dated December 24, 1987.

(3) Shares held in the Carla E. Meyer Three-Year Retained Annuity Trust, dated September 13, 2006 (the "Meyer 2006 Trust").

Shares held in the Carla E. Meyer Three-Year Retained Annuity Trust, dated October 29, 2008. Includes 336,616 shares transferred on
(4) October 29, 2008 from the Carla E. Myer Revocable Trust, dated December 7, 2001 (the "Meyer 2001 Trust"), which had included 188,905 shares transferred from the Meyer 2006 Trust on September 12, 2008. The Meyer 2001 Trust no longer holds any shares.

(5) Shares held in the Carla E. Myer Three-Year Retained Annuity Trust, dated August 4, 2003.

(6) Shares held by Schooner Capital Corporation as a result of a reorganization in which Schooner Capital Trust became a wholly-owned subsidiary of Schooner Capital Corporation and was subsequently liquidated.

(7) Shares held by Mr. Ryan's son, Nicholas Ryan. Mr. Ryan disclaims beneficial ownership of these shares.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.