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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 2, 2023



<u> </u>		Quantum Corporation	
	(E	Exact name of registrant as specified in its	charter)
Delaware		001-13449	94-2665054
(State or other jurisdiction of organization)		(Commission File No.)	(I.R.S. Employer Identification No.)
224 Airport Parkway	Suite 550		
San Jose	CA		95110
(Address of Principal Exec	utive Offices)		(Zip Code)
		(408) 944-4000	
	F	Registrant's telephone number, including a	rea code
	(Former name, f	former address and former fiscal year, if ch	anged since last report)
	Sec	urities registered pursuant to Section 12(b)	of the Act:
Title of eac	h class	Trading Symbol	Name of each exchange on which registered
Common Stock, \$0.01	par value per share	QMCO	Nasdaq Global Market
	· ·	nded to simultaneously satisfy the filing ob	igation of the registrant under any of the following provisions:
☐ Soliciting material pursuar☐ Pre-commencement commencement	it to Rule 14a-12 under the nunications pursuant to Ru	Exchange Act (17 CFR 240.14a-12) le 14d-2(b) under the Exchange Act (17 C le 13e-4(c) under the Exchange Act (17 C	

ndicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of he Securities Exchange Act of 1934 (§240.12b-2 of this chapter).
Emerging growth company □
f an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02. Results of Financial Operations and Financial Condition.

On February 2, 2023, we reported our financial results for the quarter ended December 31, 2022. A copy of our earnings release is furnished as Exhibit 99.1 to this report.

Item 9.01. Financial Statements and Exhibits.

Exhibit Number	Description
99.1	Press Release dated February 2, 2023

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934.	, the registrant has duly	caused this report to be	signed on its behalf by the	undersigned thereunto duly
authorized.				

	Quantum Corporation (Registrant)	
February 2, 2023	/s/ Kenneth Gianella	
(Date)	Kenneth Gianella	
	Chief Financial Officer	



Quantum Reports Third Quarter Fiscal 2023 Results

Revenue Increases 16.6% Year-over-Year to \$111.2 Million; Growth Drives Further EBITDA Expansion

SAN JOSE, Calif. — February 2, 2023 — Quantum Corporation (NASDAQ: QMCO) announced today financial results for its fiscal third quarter ended December 31, 2022.

Third Quarter Fiscal 2023 Financial Summary

- Revenue increased 16.6% year-over-year and 12.2% sequentially to \$111.2 million
- GAAP net loss was \$2.2 million, or (\$0.02) per share;
- Adjusted non-GAAP net income was \$1.6 million, or \$0.02 per diluted share
- · Adjusted EBITDA improved to \$6.3 million.

"We delivered a solid quarter with revenue increasing 16.6% year-over-year and exceeded the preliminary estimates we announced in early January. Our overall performance was further highlighted by strong EBITDA results," said Jamie Lerner, Chairman and CEO of Quantum. "Revenue growth in our Secondary Storage Systems combined with continued operational expense management, contributed to a significant year-over-year improvement in our operational performance."

Lerner continued, "As we begin to see signs of the supply chain normalizing, we are cautiously optimistic. However, as we look forward, we are not standing still. We are actively working to increase margins and profitability; looking to accelerate efforts to drive cost out of our operations; and will continue our innovation to remain a global leader in managing and storing unstructured data.

Third Quarter Fiscal 2023 vs. Prior Year

Revenue for the third quarter fiscal 2023 was \$111.2 million, compared to \$95.3 million in the prior year third quarter driven by higher Secondary Storage Products. GAAP gross profit in the third quarter of fiscal 2023 was \$40.3 million, or 36.2% of revenue, compared to \$35.2 million, or 36.9% of revenue, in the third quarter of fiscal 2022 due to Product Mix.

Total GAAP operating expenses in the third quarter of fiscal 2023 were \$38.5 million, or 34.6% of revenue, compared to \$42.4 million, or 44.5% of revenue, in the prior year due to restructuring and other cost saving measures. Selling, general and administrative expenses were \$27.3 million in the quarter, compared to \$27.3 million in the prior year. Research and development expenses were \$11.3 million in the third quarter of fiscal 2023, compared to \$14.6 million in the prior year. Non-GAAP operating expenses in the third quarter of 2023 decreased to \$34.5 million from \$36.3 million in the third quarter of fiscal 2022.

GAAP net loss in the third quarter of fiscal 2023 was \$2.2 million, or (\$0.02) per share, compared to a net loss of \$11.1 million, or (\$0.19) per share, in the third fiscal quarter 2022. Non-GAAP adjusted net income in the third fiscal quarter of 2023 was \$1.6 million, or \$0.02 per diluted share, compared to adjusted net loss of \$4.6 million, or (\$0.08) per share, in the prior year third quarter.

Adjusted EBITDA in the third quarter of fiscal 2023 was \$6.3 million, compared to \$0.8 million in the third quarter of fiscal 2022 on higher revenue and improved operational performance.

Liquidity and Debt

• Cash and cash equivalents were \$26.0 million as of December 31, 2022, compared to \$4.0 million as of December 31, 2021.

- Outstanding term loan debt was \$75.9 million as of December 31, 2022, compared to \$98.8 million as of December 31, 2021. Outstanding borrowings on the Company's revolving credit facility were \$27.7 million as of December 31, 2022, compared to \$7.6 million as of December 31, 2021.
- Total interest expense in the third quarter 2023 was \$2.7 million compared to \$2.4 million during the same quarter a year ago.

Guidance

The Company expects the following guidance for the fourth fiscal quarter of 2023:

- Revenues of \$102 million, plus or minus \$2 million
- Non-GAAP adjusted net loss per share of (\$0.04), plus or minus \$0.02
- Adjusted EBITDA of approximately \$0.5 million

Insight into Quantum's fiscal fourth quarter outlook sees year over year revenue growth of approximately 7% at the midpoint during the traditional low point of the year. The company anticipates a temporal Gross Margin compression of approximately 2 to 3 points sequentially due to product mix, combined with higher Operating Expense on end-of-year commissions and other inflationary increases. Non-GAAP adjusted net loss per share assumes an average basic share count of approximately 93.3 million in the fiscal fourth quarter of 2023.

Conference Call and Webcast

Management will host a live conference call today, February 2, 2023, at 5:00 p.m. ET (2:00 p.m. PT) to discuss these results. The conference call will be accessible by dialing 866-424-3436 (U.S. Toll-Free) or +1-201-689-8058 (International) and entering conference ID 13735709. This conference call will be broadcast live over the Internet with a slide presentation and can be accessed by all interested parties on the investor relations section of the Company's website at investors.quantum.com under the events and presentations tab.

A telephone replay of the conference call will be available approximately two hours after the conference call and will be available through February 9, 2023. To access the replay dial 1-877-660-6853 and enter the conference ID 13732851 at the prompt. International callers should dial +1-201-612-7415 and enter the same conference ID. Following the conclusion of the live call, a replay of the webcast will be available on the Company's website for at least 90 days.

About Quantum

Quantum technology, software, and services provide the solutions that today's organizations need to make video and other unstructured data smarter – so their data works for them and not the other way around. With over 40 years of innovation, Quantum's end-to-end platform is uniquely equipped to orchestrate, protect, and enrich data across its lifecycle, providing enhanced intelligence and actionable insights. Leading organizations in cloud services, entertainment, government, research, education, transportation, and enterprise IT trust Quantum to bring their data to life, because data makes life better, safer, and smarter. Quantum is listed on Nasdaq (QMCO). For more information visit www.quantum.com.

Quantum and the Quantum logo are registered trademarks of Quantum Corporation and its affiliates in the United States and/or other countries. All other trademarks are the property of their respective owners.

Forward-Looking Information

The information provided in this press release may include forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934 ("Exchange Act"). These forward-looking statements are largely based on our current expectations and projections about future events and financial trends affecting our business. Such forward-looking statements include, in particular, statements related to future projections of our financial results; our expectations to continue our operational execution; our anticipation that overall favorable trends in our business, including in our supply chain, extend into our next fiscal quarter; statements about our backlog and the implication that this backlog will translate into future revenue; the trend in our underlying business remaining robust; and the Company's position for long-term sustainable growth and profitability.

These forward-looking statements may be identified by the use of terms and phrases such as "anticipates", "believes", "can", "could", "estimates", "expects", "forecasts", "intends", "may", "plans", "projects", "targets", "will", and similar expressions or variations of these terms and similar phrases. Additionally, statements concerning future matters and other statements regarding matters that are not historical are forward-looking statements. Investors are cautioned that these forward-looking statements relate to future events or our future performance and are subject to business, economic, and other risks and uncertainties, both known and unknown, that may cause actual results, levels of activity, performance or achievements to be materially different from those expressed or implied by any forward-looking statements.

These forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from those projected, including without limitation, the following: risks related to the need to address the many challenges facing our business; the potential impact of the COVID-19 pandemic and macroeconomic and inflationary conditions on our business, including potential disruptions to our supply chain, employees, operations, sales and overall market conditions; the competitive pressures we face; risks associated with executing our strategy; the distribution of our products and the delivery of our services effectively; our ability to integrate the business, products, employees and other aspects of our recent acquisitions; the development and transition of new products and services and the enhancement of existing products and services to meet customer needs and respond to emerging technological trends; estimates and assumptions related to the cost (including any possible disruption of our business) and the anticipated benefits of the transformation and restructuring plans; the outcome of any claims and disputes; and other risks that are described herein, including but not limited to the items discussed in "Risk Factors" in our filings with the Securities and Exchange Commission, including our Form 10-K filed with the Securities and Exchange Commission, including our Form 10-K filed with the Securities and Exchange Commission, statements, whether as a result of new information, future events or otherwise, except as required by applicable law or regulation.

Investor Relations Contacts:

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QUANTUM CORPORATION CONDENSED CONSOLIDATED BALANCE SHEETS (in thousands, except per share amounts, unaudited)

	December 31, 2022			March 31, 2022		
Assets						
Current assets:						
Cash and cash equivalents	\$	26,028	\$	5,210		
Restricted cash		219		283		
Accounts receivable, net of allowance for doubtful accounts of \$219 and \$422		72,911		69,354		
Manufacturing inventories		32,402		33,546		
Service parts inventories		25,822		24,254		
Prepaid expenses		7,198		7,853		
Other current assets		7,489		4,697		
Total current assets		172,069		145,197		
Property and equipment, net		16,794		12,853		
Intangible assets, net		6,497		9,584		
Goodwill		12,969		12,969		
Right-of-use assets, net		10,468		11,107		
Other long-term assets		13,600		9,925		
Total assets	\$	232,397	\$	201,635		
Liabilities and Stockholders' Deficit						
Current liabilities:						
Accounts payable	\$	41,788	\$	34,220		
Deferred revenue		72,669		86,517		
Long-term debt, current portion		5,000		4,375		
Accrued compensation		15,527		16,141		
Other accrued liabilities		15,852		16,562		
Total current liabilities		150,836		157,815		
Deferred revenue		41,076		41,580		
Revolving credit facility		27,736		17,735		
Long-term debt, net of current portion		67,306		89,448		
Operating lease liabilities		10,346		9,891		
Other long-term liabilities		12,150		11,849		
Total liabilities		309,450		328,318		
Stockholders' deficit						
Preferred stock, 20,000 shares authorized; no shares issued and outstanding		_		_		
Common stock, \$0.01 par value; 225,000 shares authorized; 93,144 and 60,433 shares issued and outstanding		932		605		
Additional paid-in capital		719,769		645,038		
Accumulated deficit		(795,237)		(770,903)		
Accumulated other comprehensive loss		(2,517)		(1,423)		
Total stockholders' deficit		(77,053)		(126,683)		
Total liabilities and stockholders' deficit	\$	232,397	\$	201,635		

QUANTUM CORPORATION CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (in thousands, except per share amounts, unaudited)

	TI	Three Months Ended December 31,				Nine Months Ended December 31,			
	-	2022		2021		2022		2021	
Revenue:									
Product	\$	75,420	\$	58,522	\$	198,597	\$	165,308	
Service and subscription		32,950		33,162		99,066		100,352	
Royalty		2,826		3,660		9,744		11,963	
Total revenue		111,196		95,344		307,407		277,623	
Cost of revenue:									
Product		58,528		45,118		163,010		124,982	
Service and subscription		12,379		15,016		42,229		41,764	
Total cost of revenue		70,907		60,134		205,239		166,746	
Gross profit		40,289		35,210		102,168		110,877	
Operating expenses:									
Research and development		11,254		14,607		33,925		38,287	
Sales and marketing		16,339		16,714		47,894		46,128	
General and administrative		10,969		10,538		35,223		33,830	
Restructuring charges		(41)		576		1,605		850	
Total operating expenses		38,521		42,435		118,647		119,095	
Income (loss) from operations		1,768		(7,225)		(16,479)		(8,218)	
Other income (expense), net		(544)		(150)		2,638		(223)	
Interest expense		(2,701)		(2,431)		(7,537)		(9,387)	
Loss on debt extinguishment		_		_		(1,392)		(4,960)	
Net loss before income taxes		(1,477)		(9,806)		(22,770)		(22,788)	
Income tax provision		693		1,254		1,564		1,678	
Net loss	\$	(2,170)	\$	(11,060)	\$	(24,334)	\$	(24,466)	
Deemed dividend on warrants		_		_		(389)		_	
Net loss attributable to common stockholders	\$	(2,170)	\$	(11,060)	\$	(24,723)	\$	(24,466)	
Net loss per share attributable to common stockholders	\$	(0.02)	\$	(0.19)	\$	(0.28)	\$	(0.42)	
Weighted average shares - basic and diluted		92,752		59,486		89,335		58,399	
Net loss	\$	(2,170)	¢.	(11,060)	¢.	(24,334)	ď	(24,466)	
Foreign currency translation adjustments, net	φ	1,480	φ	(37)	φ	(1,094)	φ	(24,466)	
	\$	(690)	\$	(11,097)	\$	(25,428)	\$	(24,742)	
Total comprehensive loss	Ψ	(090)	φ	(11,097)	φ	(20,420)	φ	(24,142)	

QUANTUM CORPORATION CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (in thousands, unaudited)

		Nine Months Ended December 31,				
		2022		2021		
Operating activities						
Net loss	\$	(24,334)	\$	(24,466)		
Adjustments to reconcile net loss to net cash used in operating activities						
Depreciation and amortization		7,235		6,795		
Amortization of debt issuance costs		1,201		1,981		
Loss on debt extinguishment		992		_		
Provision for product and service inventories		11,334		4,016		
Stock-based compensation		8,340		10,580		
Paycheck Protection Program loan forgiveness		_		(10,000		
Non-cash loss on debt extinguishment		_		8,471		
Other		(2,059)		282		
Unrealized foreign exchange loss		(1,134)		_		
Changes in assets and liabilities:						
Accounts receivable, net		(3,367)		7,008		
Manufacturing inventories		(9,352)		(10,672)		
Service parts inventories		(2,671)		(2,281)		
Prepaid expenses		654		(5,653)		
Accounts payable		7,015		5,369		
Accrued restructuring charges		130		17		
Accrued compensation		(614)		(3,021)		
Deferred revenue		(14,351)		(8,598)		
Other current assets		(2,812)		(1,394)		
Other non-current assets		1,357		(1,148)		
Other current liabilities		2,540		(3,350)		
Other non-current liabilities		300		(617)		
Net cash used in operating activities		(19,596)		(26,681)		
Investing activities		(-,,		(, , , , , ,		
Purchases of property and equipment		(10,644)		(3,971)		
Business acquisition payments		(2,000)		(7,808)		
Net cash used in investing activities		(12,644)		(11,779)		
Financing activities		(12,011)		(11,770		
Borrowings of long-term debt, net of debt issuance costs		<u> </u>		94,961		
Repayments of long-term debt and payment of amendment fees		(23,346)		(93,677)		
Borrowings of credit facility		363,103		207,563		
Repayments of credit facility and payment of amendment fees		(353,502)		(200,007)		
Proceeds from issuance of common stock, net		66,718		806		
Net cash provided by financing activities		52,973		9,646		
				9,040		
Effect of exchange rate changes on cash, cash equivalents and restricted cash		21				
Net change in cash, cash equivalents and restricted cash		20,754		(28,802		
Cash, cash equivalents, and restricted cash at beginning of period		5,493	•	33,137		
Cash, cash equivalents, and restricted cash at end of period	\$	26,247	\$	4,335		
Cash, Cash Equivalents and Restricted Cash at end of period	_					
Cash and cash equivalents	\$	26,028	\$	4,004		
Restricted cash, current		219	-	331		
Cash and cash equivalents at the end of period	\$	26,247	\$	4,335		

NON-U.S. GAAP FINANCIAL MEASURES

To provide investors with additional information regarding our financial results, we have presented Adjusted EBITDA and Adjusted Net Income (Loss), non-U.S. GAAP financial measures defined below.

Adjusted EBITDA is a non-U.S. GAAP financial measure defined by us as net loss before interest expense, net, provision for income taxes, depreciation and amortization expense, stock-based compensation expense, restructuring charges, and other non-recurring expenses.

"GAAP net loss" as referred to in this press release represents "Net loss attributable to common stockholders". Adjusted Net Income (Loss) is a non-U.S. GAAP financial measure defined by us as net loss before restructuring charges, stock-based compensation expense, and other non-recurring (income) expenses. The Company calculates Adjusted Net Income (Loss) per Basic and Diluted share using the Company's above-referenced definition of Adjusted Net Income (Loss).

We have provided below a reconciliation of Adjusted EBITDA and Adjusted Net Income (Loss) to Net Income (Loss), the most directly comparable U.S. GAAP financial measure. We have presented Adjusted EBITDA because it is a key measure used by our management and the board of directors to understand and evaluate our core operating performance and trends, to prepare and approve our annual budget and to develop short and long-term operating plans. In particular, we believe that the exclusion of the amounts eliminated in calculating Adjusted EBITDA can provide a useful measure for period-to-period comparisons of our core business performance. For example, in the quarter ended September 30, 2022, we have excluded a large inventory reserve provision caused by global supply chain disruptions since the start of the pandemic and the longer associated lead times that resulted in older generation products being displaced by next-generation solutions. We do not believe an inventory adjustment of this magnitude is reasonably likely to reoccur in the foreseeable future and do not believe it is indicative of our ongoing operations; accordingly, we have excluded its impact from our non-GAAP results. We believe Adjusted Net Income (Loss) and Adjusted Net Income (Loss) per Basic and Diluted Share serve as appropriate measures to be used in evaluating the performance of our business and help our investors better compare our operating performance over multiple periods. Accordingly, we believe that Adjusted EBITDA and Adjusted Net Income (Loss) provide useful information to investors and others in understanding and evaluating our operating results in the same manner as our management and our board of directors.

Our use of Adjusted EBITDA and Adjusted Net Income (Loss) have limitations as analytical tools, and you should not consider them in isolation or as a substitute for analysis of our financial results as reported under U.S. GAAP. Some of these limitations are as follows:

- Although depreciation and amortization expense are non-cash charges, the assets being depreciated and amortized may have to be replaced in the future, and Adjusted EBITDA does not reflect cash capital expenditure requirements for such replacements or for new capital expenditure requirements;
- Adjusted EBITDA does not reflect: (1) interest and tax payments that may represent a reduction in cash available to us; (2) capital expenditures, future requirements for capital expenditures or contractual commitments; (3) changes in, or cash requirements for, working capital needs; (4) the potentially dilutive impact of stock-based compensation expense; (5) potential future costs related to our long-term debt; (6) potential future restructuring expenses; (7) potential future costs related to business acquisitions; (8) gain (loss) on debt extinguishment, (9) and acquisition-related amortization of intangibles assets from business combinations, (10) deemed dividend related to warrants, or (11) manufacturing inventory provisions.
- Adjusted Net Income (Loss) does not reflect: (1) potential future restructuring activities; (2) the potentially dilutive impact of stock-based compensation expense; (3) potential future costs related to our long-term debt; (4) potential future costs related to business acquisitions; (5) gain (loss) on debt extinguishment, (6) acquisition-related amortization of intangibles assets from business combinations, (7) deemed dividend related to warrants, or (8) manufacturing inventory provisions.

Other companies, including companies in our industry, may calculate Adjusted EBITDA, Adjusted Net Income (Loss) or similarly titled measures differently, which reduces its usefulness as a comparative measure.

Because of these and other limitations, you should consider Adjusted EBITDA and Adjusted Net Income (Loss) along with other U.S. GAAP-based financial performance measures, including various cash flow metrics and our U.S. GAAP financial results.

The following is a reconciliation of Adjusted EBITDA to the most comparable U.S. GAAP financial measure, Net Income (Loss) (dollars in thousands):

	Three Months Ended December 31,			Nine Months Ended December 31,			
		2022 2021		2022		2021	
Net loss attributable to common stockholders	\$	(2,170)	\$ (11,060)	\$ (24,7	23)	\$ (24,466)	
Interest expense, net		2,701	2,431	7,5	37	9,387	
Provision for income taxes		693	1,254	1,5	64	1,678	
Depreciation expense		1,355	1,627	4,1	49	4,658	
Stock-based compensation expense		2,984	4,307	8,3	41	10,580	
Restructuring charges		188	576	1,8	34	850	
Loss on extinguishment of Senior Secured Term Loan		_	_	1,3	92	14,960	
Gain on PPP loan forgiveness		_	_		_	(10,000)	
Amortization of acquisition related intangible assets		748	1,201	3,0	87	2,137	
Acquisition-related costs		50	411	2	42	1,361	
Long-term debt related costs		_	11	2	74	263	
Deemed dividend related to warrants		_	_	3	89	_	
Manufacturing inventory provision		(236)	_	6,6	90	_	
Adjusted EBITDA	\$	6,313	\$ 758	\$ 10,7	76	\$ 11,408	

The following is a reconciliation of Adjusted Net Income to the most comparable U.S. GAAP financial measure, Net Income (Loss) (in thousands):

	Three Months Ended December 31,					Nine Months Ended December 31,			
		2022		2021		2022		2021	
Net loss attributable to common stockholders	\$	(2,170)	\$	(11,060)	\$	(24,723)	\$	(24,466)	
Stock-based compensation expense		2,984		4,307		8,341		10,580	
Restructuring charges		188		576		1,834		850	
Loss on extinguishment of Senior Secured Term Loan		_		_		1,392		14,960	
Gain on PPP loan forgiveness		_		_		_		(10,000)	
Amortization of acquisition related intangible assets		748		1,201		3,087		2,137	
Acquisition-related costs		50		411		242		1,361	
Long-term debt related costs		_		11		274		263	
Deemed dividend related to warrants		_		_		389		_	
Manufacturing inventory provision		(236)		_		6,690		_	
Adjusted net income (loss)	\$	1,564	\$	(4,554)	\$	(2,474)	\$	(4,315)	
Adjusted net income (loss) per share:									
Basic	\$	0.02	\$	(80.0)	\$	(0.03)	\$	(0.07)	
Diluted	\$	0.02	\$	(80.0)	\$	(0.03)	\$	(0.07)	
Weighted average shares outstanding:									
Basic		92,752		59,486		89,335		58,399	
Diluted		92,971		59,486		89,335		58,399	