

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

SCHEDULE 13D  
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO  
§ 240.13d-2(a)

(Amendment No. 11)<sup>1</sup>

Quantum Corporation  
(Name of Issuer)

Common Stock, \$.01 par value per share  
(Title of Class of Securities)

747906501  
(CUSIP Number)

ERIC SINGER  
VIEX CAPITAL ADVISORS, LLC  
745 Boylston Street, 3<sup>rd</sup> Floor  
Boston, Massachusetts 02116

STEVE WOLOSKY, ESQ.  
ELIZABETH GONZALEZ-SUSSMAN, ESQ.  
OLSHAN FROME WOLOSKY LLP  
1325 Avenue of the Americas  
New York, New York 10019  
(212) 451-2300  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

November 3, 2019  
(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

*Note:* Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

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<sup>1</sup> The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

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|   |   |   |
|---|---|---|
| 1   | NAME OF REPORTING PERSON<br><br>VIEX Opportunities Fund, LP - Series One*                                       |   |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |   |
| 3   | SEC USE ONLY  |   |
| 4   | SOURCE OF FUNDS<br><br>WC   |   |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/> |   |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br><br>DELAWARE  |   |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | 7   | SOLE VOTING POWER<br><br>- 0 -          |
|   | 8   | SHARED VOTING POWER<br><br>925,983      |
|   | 9   | SOLE DISPOSITIVE POWER<br><br>- 0 -     |
|   | 10  | SHARED DISPOSITIVE POWER<br><br>925,983 |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br><br>925,983                                     |   |
| 12  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>                  |   |
| 13  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br><br>2.5%  |   |
| 14  | TYPE OF REPORTING PERSON<br><br>PN  |   |

\* This Series One is part of a series of VIEX Opportunities Fund, LP, a Delaware series limited partnership.

|   |   |   |
|---|---|---|
| 1   | NAME OF REPORTING PERSON<br><br>VIEX Opportunities Fund, LP -Series Two*  |   |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |   |
| 3   | SEC USE ONLY  |   |
| 4   | SOURCE OF FUNDS<br><br>WC   |   |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/> |   |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br><br>DELAWARE  |   |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | 7   | SOLE VOTING POWER<br><br>- 0 -          |
|   | 8   | SHARED VOTING POWER<br><br>176,648      |
|   | 9   | SOLE DISPOSITIVE POWER<br><br>- 0 -     |
|   | 10  | SHARED DISPOSITIVE POWER<br><br>176,648 |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br><br>176,648                                     |   |
| 12  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>                  |   |
| 13  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br><br>Less than 1%  |   |
| 14  | TYPE OF REPORTING PERSON<br><br>PN  |   |

\* This Series Two is part of a series of VIEX Opportunities Fund, LP, a Delaware series limited partnership.

|   |   |                                       |
|---|---|---------------------------------------|
| 1   | NAME OF REPORTING PERSON<br>VIEX Special Opportunities Fund III, LP   |                                       |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |                                       |
| 3   | SEC USE ONLY  |                                       |
| 4   | SOURCE OF FUNDS<br>WC   |                                       |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/> |                                       |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>DELAWARE  |                                       |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | 7   | SOLE VOTING POWER<br>- 0 -            |
|   | 8   | SHARED VOTING POWER<br>2,588,833      |
|   | 9   | SOLE DISPOSITIVE POWER<br>- 0 -       |
|   | 10  | SHARED DISPOSITIVE POWER<br>2,588,833 |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>2,588,833                                       |                                       |
| 12  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>                  |                                       |
| 13  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>7.0%  |                                       |
| 14  | TYPE OF REPORTING PERSON<br>PN  |                                       |

|   |   |                                       |
|---|---|---------------------------------------|
| 1   | NAME OF REPORTING PERSON<br>VIEX GP, LLC  |                                       |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |                                       |
| 3   | SEC USE ONLY  |                                       |
| 4   | SOURCE OF FUNDS<br>AF   |                                       |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/> |                                       |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>DELAWARE  |                                       |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | 7   | SOLE VOTING POWER<br>- 0 -            |
|   | 8   | SHARED VOTING POWER<br>1,102,631      |
|   | 9   | SOLE DISPOSITIVE POWER<br>- 0 -       |
|   | 10  | SHARED DISPOSITIVE POWER<br>1,102,631 |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>1,102,631                                       |                                       |
| 12  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>                  |                                       |
| 13  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>3.0%  |                                       |
| 14  | TYPE OF REPORTING PERSON<br>OO  |                                       |

|   |   |                                       |
|---|---|---------------------------------------|
| 1   | NAME OF REPORTING PERSON<br>VIEX Special Opportunities GP III, LLC  |                                       |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |                                       |
| 3   | SEC USE ONLY  |                                       |
| 4   | SOURCE OF FUNDS<br>AF   |                                       |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/> |                                       |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>DELAWARE  |                                       |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | 7   | SOLE VOTING POWER<br>- 0 -            |
|   | 8   | SHARED VOTING POWER<br>2,588,833      |
|   | 9   | SOLE DISPOSITIVE POWER<br>- 0 -       |
|   | 10  | SHARED DISPOSITIVE POWER<br>2,588,833 |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>2,588,833                                       |                                       |
| 12  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>                  |                                       |
| 13  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>7.0%  |                                       |
| 14  | TYPE OF REPORTING PERSON<br>OO  |                                       |

|   |   |                                       |
|---|---|---------------------------------------|
| 1   | NAME OF REPORTING PERSON<br>VIEX Capital Advisors, LLC  |                                       |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |                                       |
| 3   | SEC USE ONLY  |                                       |
| 4   | SOURCE OF FUNDS<br>AF   |                                       |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/> |                                       |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>DELAWARE  |                                       |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | 7   | SOLE VOTING POWER<br>- 0 -            |
|   | 8   | SHARED VOTING POWER<br>3,691,464      |
|   | 9   | SOLE DISPOSITIVE POWER<br>- 0 -       |
|   | 10  | SHARED DISPOSITIVE POWER<br>3,691,464 |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>3,691,464                                       |                                       |
| 12  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>                  |                                       |
| 13  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>9.99%   |                                       |
| 14  | TYPE OF REPORTING PERSON<br>IA  |                                       |

|   |   |                                       |
|---|---|---------------------------------------|
| 1   | NAME OF REPORTING PERSON<br>Eric Singer   |                                       |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |                                       |
| 3   | SEC USE ONLY  |                                       |
| 4   | SOURCE OF FUNDS<br>AF   |                                       |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/> |                                       |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br>USA   |                                       |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 7   | SOLE VOTING POWER<br>66,681           |
|   | 8   | SHARED VOTING POWER<br>3,691,464      |
|   | 9   | SOLE DISPOSITIVE POWER<br>66,681      |
|   | 10  | SHARED DISPOSITIVE POWER<br>3,691,464 |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>3,758,145                                       |                                       |
| 12  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>                  |                                       |
| 13  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>10.2%   |                                       |
| 14  | TYPE OF REPORTING PERSON<br>IN  |                                       |



The following constitutes Amendment No. 11 to the Schedule 13D filed by the undersigned (the "Amendment No. 11"). This Amendment No. 11 amends the Schedule 13D as specifically set forth herein.

Item 2. Identity and Background

Item 2(b) is hereby amended and restated to read as follows:

(b) The address of the principal office of each of the Reporting Persons is 745 Boylston Street, 3<sup>rd</sup> Floor, Boston, Massachusetts 02116.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 is hereby amended and restated to read as follows:

The Shares purchased by Series One were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted, as set forth in Schedule A, which is incorporated by reference herein. The aggregate purchase price of the 925,983 Shares beneficially owned by Series One is approximately \$5,814,647, including brokerage commissions.

The Shares purchased by Series Two were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted, as set forth in Schedule A, which is incorporated by reference herein. The aggregate purchase price of the 176,648 Shares beneficially owned by Series Two is approximately \$977,365, including brokerage commissions.

The Shares purchased by VSO III were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted, as set forth in Schedule A, which is incorporated by reference herein. The aggregate purchase price of the 2,588,833 Shares beneficially owned by VSO III is approximately \$12,934,980, including brokerage commissions.

The 66,681 Shares owned directly by Mr. Singer were awarded to him in his capacity as a director of the Issuer.

Item 4. Purpose of Transaction.

Item 4 is hereby amended to add the following:

On November 3, 2019, Eric Singer retired as a member of the Board of Directors (the "Board") of the Issuer. The Reporting Persons currently intend to become passive investors in the Issuer going forward.

Item 5. Interest in Securities of the Issuer.

Items 5(a)-(c) are hereby amended and restated to read as follows:

The aggregate percentage of Shares reported owned by each Reporting Person is based upon 36,925,240 Shares outstanding, which is the total number of Shares outstanding as of October 11, 2019, as reported in the Issuer's Definitive Proxy Statement on Form DEF 14A, filed with the Securities and Exchange Commission on October 16, 2019.

A. Series One

- (a) As of the close of business on November 5, 2019, Series One beneficially owned 925,983 Shares.  
Percentage: Approximately 2.5%
- (b)
  - 1. Sole power to vote or direct vote: 0
  - 2. Shared power to vote or direct vote: 925,983
  - 3. Sole power to dispose or direct the disposition: 0
  - 4. Shared power to dispose or direct the disposition: 925,983
- (c) Series One has not entered into any transactions in the Shares during the past sixty days.

B. Series Two

- (a) As of the close of business on November 5, 2019, Series Two beneficially owned 176,648 Shares.  
Percentage: Less than 1%
- (b)
  - 1. Sole power to vote or direct vote: 0
  - 2. Shared power to vote or direct vote: 176,648
  - 3. Sole power to dispose or direct the disposition: 0
  - 4. Shared power to dispose or direct the disposition: 176,648
- (c) Series Two has not entered into any transactions in the Shares during the past sixty days.

C. VSO III

- (a) As of the close of business on November 5, 2019, VSO III beneficially owned 2,588,833 Shares.  
Percentage: Approximately 7.0%
- (b)
  - 1. Sole power to vote or direct vote: 0
  - 2. Shared power to vote or direct vote: 2,588,833
  - 3. Sole power to dispose or direct the disposition: 0
  - 4. Shared power to dispose or direct the disposition: 2,588,833
- (c) VSO III has not entered into any transactions in the Shares during the past sixty days.

D. VIEX GP

- (a) VIEX GP, as the general partner of Series One and Series Two, may be deemed the beneficial owner of the (i) 925,983 Shares owned by Series One and (ii) 176,648 Shares owned by Series Two.  
Percentage: Approximately 3.0%
- (b)
  - 1. Sole power to vote or direct vote: 0
  - 2. Shared power to vote or direct vote: 1,102,631
  - 3. Sole power to dispose or direct the disposition: 0
  - 4. Shared power to dispose or direct the disposition: 1,102,631
- (c) VIEX GP has not entered into any transactions in the Shares during the past sixty days.

E. VSO GP III

- (a) VSO GP III, as the general partner of VSO III, may be deemed the beneficial owner of the 2,588,833 Shares owned by VSO III.  
Percentage: Approximately 7.0%
- (b)
  - 1. Sole power to vote or direct vote: 0
  - 2. Shared power to vote or direct vote: 2,588,833
  - 3. Sole power to dispose or direct the disposition: 0
  - 4. Shared power to dispose or direct the disposition: 2,588,833
- (c) VSO GP III has not entered into any transactions in the Shares during the past sixty days.

F. VIEX Capital

- (a) VIEX Capital, as the investment manager of Series One and Series Two, may be deemed the beneficial owner of the (i) 925,983 Shares owned by Series One, (ii) 176,648 Shares owned by Series Two and (iii) 2,588,833 owned by VSO III.  
Percentage: Approximately 9.99%
- (b)
  - 1. Sole power to vote or direct vote: 0
  - 2. Shared power to vote or direct vote: 3,691,464
  - 3. Sole power to dispose or direct the disposition: 0
  - 4. Shared power to dispose or direct the disposition: 3,691,464
- (c) VIEX Capital has not entered into any transactions in the Shares during the past sixty days.

G. Eric Singer

- (a) As of the close of business on November 5, 2019, Mr. Singer beneficially owned 66,681 Shares. Mr. Singer, as the managing member of VIEX GP and VIEX Capital, may be deemed the beneficial owner of the (i) 925,983 Shares owned by Series One, (ii) 176,648 Shares owned by Series Two and (iii) 2,588,833 owned by VSO III.  
Percentage: Approximately 10.2%
- (b)
  - 1. Sole power to vote or direct vote: 66,681
  - 2. Shared power to vote or direct vote: 3,691,464
  - 3. Sole power to dispose or direct the disposition: 66,681
  - 4. Shared power to dispose or direct the disposition: 3,691,464
- (c) Mr. Singer has not entered into any transactions in the Shares during the past sixty days.

The filing of this Schedule 13D shall not be construed as an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owners of any of the Shares reported herein. Each Reporting Person disclaims beneficial ownership of such Shares except to the extent of his or its pecuniary interest therein.

SIGNATURES

After reasonable inquiry and to the best of his knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: November 5, 2019

VIEX Opportunities Fund, LP – Series One

By: VIEX GP, LLC  
General Partner

By: /s/ Eric Singer  
Name: Eric Singer  
Title: Managing Member

VIEX Opportunities Fund, LP – Series Two

By: VIEX GP, LLC  
General Partner

By: /s/ Eric Singer  
Name: Eric Singer  
Title: Managing Member

VIEX GP, LLC

By: /s/ Eric Singer  
Name: Eric Singer  
Title: Managing Member

VIEX Special Opportunities Fund III, LP

By: VIEX Special Opportunities GP III, LLC  
General Partner

By: /s/ Eric Singer  
Name: Eric Singer  
Title: Managing Member

VIEX Special Opportunities GP III, LLC

By: /s/ Eric Singer  
Name: Eric Singer  
Title: Managing Member

VIEX Capital Advisors, LLC

By: /s/ Eric Singer  
Name: Eric Singer  
Title: Managing Member

/s/ Eric Singer  
Eric Singer