

SECURITIES AND EXCHANGE COMMISSION

Washington, DC. 20549

FORM S-8

REGISTRATION STATEMENT  
Under  
THE SECURITIES ACT OF 1933

QUANTUM CORPORATION  
(Exact name of issuer as specified in its charter)

DELAWARE

94-2665054

(State of incorporation)

(IRS Employer Identification No.)

500 McCarthy Boulevard  
Milpitas, California 95035  
(Address of principal executive offices)

1993 Long-Term Incentive Plan  
(Full title of the plan)

Richard L. Clemmer  
Chief Financial Officer  
Quantum Corporation  
500 McCarthy Boulevard  
Milpitas, California 95035  
(Name and address of agent for service)

(408) 894-4000  
(Telephone number, including area code, of agent for service)

Copy to:  
Steven E. Bochner, Esq.  
WILSON, SONSINI, GOODRICH & ROSATI  
650 Page Mill Road  
Palo Alto, California 94304-1050

<TABLE>

CALCULATION OF REGISTRATION FEE

<CAPTION>

Title of Securities to be Registered	Amount to be Registered	Proposed Maximum Offering Price Per Share*	Proposed Maximum Aggregate Offering Price*	Amount of Registration Fee
Common Stock	5,234,578	\$20.125	\$105,345,882	\$31,923.00

<FN>

\* Estimated in accordance with Rule 457(h) solely for the purpose of calculating the registration fee based on the prices of the Company's Common Stock as reported on the Nasdaq National Market on June 27, 1997.

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QUANTUM CORPORATION  
REGISTRATION STATEMENT ON FORM S-8

PART II

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 3. Incorporation of Documents by Reference

There are hereby incorporated by reference in this Registration Statement the following documents and information heretofore filed with the Securities and Exchange Commission (Quantum Corporation is sometimes referred to herein as the "Company"):

(a) The Company's Annual Report on Form 10-K for the fiscal year ended March 31, 1997, filed pursuant to Section 13 of the Securities Exchange Act of 1934, as amended (the "1934 Act");

(b) The Company's current report on Form 8-K filed June 2, 1997, pursuant to Section 13 of the 1934 Act.

(c) The Company's Form S-8 Registration Statement under the Securities Act of 1933, as amended (File No. 33-72222), which became effective November 30, 1993.

(d) The description of the Company's Common Stock contained in the Company's Registration Statement on Form 8-A filed August 1, 1983 pursuant to Section 12(b) of the 1934 Act.

All documents filed by the Company pursuant to Sections 13(a), 13(c), 14 and 15(d) of the 1934 Act on or after the date of this Registration Statement and prior to the filing of a post-effective amendment which indicates that all securities offered have been sold or which deregisters all securities then remaining unsold shall be deemed to be incorporated by reference in this Registration Statement and to be part hereof from the date of filing of such documents.

II-1

The following additional Exhibits are hereby enclosed for filing:

Exhibit Number -----	Description -----
5.1	Opinion of Counsel as to legality of securities being registered.
23.1	Consent of Ernst & Young LLP, Independent Auditors.
23.2	Consent of Counsel (contained in Exhibit 5.1).
24.1	Power of Attorney (see page II-4).

II-2

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant, Quantum Corporation, a corporation organized and existing under the laws of the State of Delaware, certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Milpitas, State of

QUANTUM CORPORATION

By: \s\ RICHARD L. CLEMMER  
-----  
Richard L. Clemmer,  
Chief Financial Officer

II-3

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Michael A. Brown and Richard L. Clemmer, jointly and severally, his attorneys-in-fact, each with the power of substitution, for him in any and all capacities, to sign any amendments to this Registration Statement on Form S-8, and to file the same, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission, hereby ratifying and confirming all that each of said attorneys-in-fact, or his substitute or substitutes, may do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
\s\MICHAEL A. BROWN ----- Michael A. Brown	Chief Executive Officer (Principal Executive Officer)	July 2, 1997
\s\RICHARD L. CLEMMER ----- Richard L. Clemmer	Chief Financial Officer (Principal Financial and Accounting Officer)	July 2, 1997
\s\STEPHEN M. BERKLEY ----- Stephen M. Berkley	Chairman of the Board	July 2, 1997
\s\DAVID A. BROWN ----- David A. Brown	Director	July 2, 1997
\s\ROBERT J. CASALE ----- Robert J. Casale	Director	July 2, 1997
\s\EDWARD M. ESBER ----- Edward M. Esber	Director	July 2, 1997
\s\STEVEN C. WHEELWRIGHT ----- Steven C. Wheelwright	Director	July 2, 1997

II-4

INDEX TO EXHIBITS

Exhibit Number	Description	Sequentially Numbered Page
-----		

23.2 Consent of Counsel (contained in Exhibit 5.1)..... 8

24.1 Power of Attorney (see Page II-4 of Registration Statement)..... 6

Exhibit 5.1

July 1, 1997

Quantum Corporation  
500 McCarthy Boulevard  
Milpitas, CA 95035

RE: Registration Statement on Form S-8

Ladies and Gentlemen:

We have examined the Registration Statement on Form S-8 to be filed by you with the Securities and Exchange Commission on or about July 2, 1997 (the "Registration Statement"), in connection with the registration under the Securities Act of 1933, as amended, of 5,234,578 additional shares of your Common Stock, par value \$.01 per share (the "Shares"), reserved for issuance pursuant to the 1993 Long-Term Incentive Plan (the "Plan"). As your counsel in connection with the transaction, we have examined the proceedings taken and are familiar with the proceedings proposed to be taken by you in connection with the sale and issuance of the Shares pursuant to the Plan.

It is our opinion, when issued and sold in the manner referred to in the Plan, the Shares will be legally and validly issued, fully paid and nonassessable.

We consent to the use of this opinion as an exhibit to the Registration Statement and further consent to the use of our name wherever appearing in the Registration Statement and any amendment thereto.

Very truly yours,

WILSON, SONSINI, GOODRICH & ROSATI  
Professional Corporation

Exhibit 23.1

CONSENT OF ERNST & YOUNG LLP, INDEPENDENT AUDITORS

We consent to the incorporation by reference in the Registration Statement (Form S-8) pertaining to the 1993 Long-Term Incentive Plan of Quantum Corporation of our report dated April 28, 1997 with respect to the consolidated financial statements and schedule of Quantum Corporation included in its Annual Report (Form 10-K) for the year ended March 31, 1997 filed with the Securities and Exchange Commission.

ERNST & YOUNG LLP

Palo Alto, California  
June 27, 1997