

# FORM 4

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

|  |           |
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| OMB APPROVAL                                   |           |
| OMB Number:                                    | 3235-0287 |
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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |  |  |  |  |  |
|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person <sup>*</sup><br><b>Smith Jeffrey C</b>              |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><b>QUANTUM CORP /DE/ [QTM]</b> |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br>Officer (give title below) Other (specify below) |  |
| (Last) (First) (Middle)<br><b>C/O QUANTUM CORPORATION, 1650 TECHNOLOGY DRIVE, SUITE 800</b> |  | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>09/01/2013</b>                |  |  |  |
| (Street)<br><b>SAN JOSE, CA 95110</b>   |  | 4. If Amendment, Date Original Filed(Month/Day/Year)                                 |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> 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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price |   |  |   |
| Common Stock                    | 09/01/2013                           |  | A                              |   | 86,806  | A          | \$ 0  | 86,806  | D (3)  |   |
| Common Stock                    | 09/01/2013                           |  | A                              |   | 17,361  | A          | \$ 0  | 104,167   | D (3)  |   |

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. SEC 1474 (9-02)

### 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. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|--|--|--|--|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date |   |  |  |  |  |
|  |  |                                      |  | Code                           | V   | (A)  | (D)             |   |  |  |  |  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Smith Jeffrey C<br>C/O QUANTUM CORPORATION<br>1650 TECHNOLOGY DRIVE, SUITE 800<br>SAN JOSE, CA 95110 | X             | X         |         |       |

## Signatures

|  |            |
|--|------------|
| /s/ Astrid Becker-Celik, Attorney in Fact for Jeffrey C. Smith | 09/04/2013 |
| <sup>*</sup> 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).

- Represents Restricted Stock Units granted to Mr. Smith as compensation for service on the Issuer's Board of Directors, which will vest over two (2) years as follows: 50% will vest on June 1, 2014, and the remainder will vest quarterly in equal installments on the date of Quantum Corporation's 2014 Annual Shareholder Meeting, 12/1/14, 3/1/15 and 6/1/15.
- (1) Represents Restricted Stock Units granted to Mr. Smith as compensation for service on the Issuer's Board of Directors, which will vest on the date of Quantum Corporation's 2014 Annual Shareholder Meeting.
  - (2) As a member of a 13(d) group, Mr. Smith may be deemed to beneficially own the 44,243,875 shares of Common Stock that are beneficially owned in the aggregate by Starboard Value LP and its affiliates. Mr. Smith disclaims beneficial ownership of such shares of Common Stock except to the extent of his pecuniary interest therein.
  - (3)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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