

**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): November 2, 2016**

**Quantum Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**1-13449**  
(Commission File No.)

**94-2665054**  
(IRS Employer Identification No.)

**224 Airport Parkway, San Jose, CA 95110**

(Address of principal executive offices and zip code)

**Registrant's telephone number, including area code: (408) 944-4000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 7.01 Regulation FD Disclosure****Item 8.01 Other Events**

Quantum Corporation (“Quantum”) has prepared an investor presentation (the “Presentation”) that management intends to use from time to time on and after November 2, 2016, in presentations about Quantum’s operations and performance. Quantum may use the Presentation in presentations to current and potential investors, lenders, creditors, vendors, customers, employees and others with an interest in Quantum and its business. The Presentation is furnished as Exhibit 99.1 to this Current Report on Form 8-K and will also be posted in the Investor Relations section of Quantum’s website at [www.quantum.com](http://www.quantum.com).

The information contained in the Presentation is summary information that should be considered within the context of Quantum’s filings with the Securities and Exchange Commission and other public announcements that Quantum may make by press release or otherwise from time to time. The Presentation speaks as of the date of this Current Report on Form 8-K. While Quantum may elect to update the Presentation in the future or reflect events and circumstances occurring or existing after the date of this Current Report on Form 8-K, Quantum specifically disclaims any obligation to do so.

The information furnished in Item 7.01, Item 8.01 and Exhibit 99.1 to this Current Report shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

**Exhibit**

<b>No.</b>	<b>Exhibit Description</b>
99.1	Quantum Investor Presentation, dated November 1, 2016

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**SIGNATURE**

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 hereunto duly authorized.

QUANTUM CORPORATION

/s/ Shawn D. Hall

Shawn D. Hall

Senior Vice President, General Counsel and Secretary

Dated: November 2, 2016

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## Exhibit Index

Exhibit No.	Exhibit Description
99.1	Quantum Investor Presentation, dated November 1, 2016

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# QUANTUM INVESTOR PRESENTATION

November 1, 2016

Quantum

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## Safe Harbor Statement

“Safe Harbor” Statement under the U.S. Private Securities Litigation Reform Act of 1995: This presentation contains “forward-looking” statements within the meaning of the Private Securities Litigation Reform Act of 1995. Specifically, without limitation, statements regarding anticipated market forecasts and trends, and Quantum’s financial forecast, business prospects and strategies are forward-looking statements within the meaning of the Safe Harbor. All forward-looking statements are based on information available to Quantum on the date hereof. These statements involve known and unknown risks, uncertainties and other factors that may cause Quantum’s actual results to differ materially from those implied by the forward-looking statement. More detailed information about these risk factors, and additional risk factors, are set forth in Quantum’s periodic filings with the Securities and Exchange Commission, including, but not limited to, those risks and uncertainties listed in the section entitled “Risk Factors,” in Quantum’s Annual Report on Form 10-K filed with the Securities and Exchange Commission on June 3, 2016. Quantum expressly disclaims any obligation to update or alter its forward-looking statements, whether as a result of new information, future events or otherwise.

## Non-GAAP Financial Measures

Quantum believes that non-GAAP financial measures provide useful and supplemental information to investors regarding its quarterly financial performance. The non-GAAP financial measures Quantum uses are not prepared in accordance with generally accepted accounting principles and may be different from non-GAAP financial measures used by other companies. For a description of the specific adjustments Quantum makes in preparing its non-GAAP financial measures, and the rationale for these adjustments, please refer to the section entitled “Use of Non-GAAP Financial Measures” in Quantum’s most recent quarterly earnings release filed on Form 8-K with the Securities and Exchange Commission October 26, 2016.



<p>36-Year Storage Specialist and Leader in Key Markets</p>	<p>High-Growth Scale-out Storage Portfolio</p>	<p>Profit/Cash-Generating Data Protection Portfolio, Install Base and Channel</p>	<p>Scalable Financial Model Providing Significant Leverage</p>
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## Who We Are

A leading expert in highly scalable storage, data protection and archive focused on the most demanding workflow challenges

## What We Do

Enable customers to capture, share and preserve digital assets over their entire lifecycle, creating new opportunities to maximize data's business value

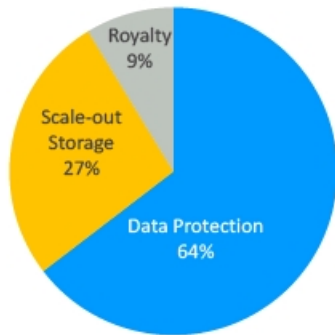


# A Rich History in Storage





FY16 Revenue: \$476M



- Non-royalty: 90% branded, 10% OEM
- 60% North America, 30% EMEA, 10% APAC

- Fiscal Q2'17 results
  - Total revenue of \$135M, up 15% Y-Y
    - Scale-out storage revenue grew 56% Y-Y (21<sup>st</sup> consecutive quarter of Y-Y growth) and represented 35% of total revenue
    - Branded data protection revenue increased 4% Y-Y
  - Non GAAP net income of \$6M, up \$13M Y-Y
- 100,000+ customers, from SMB to enterprise
- Channel-focused sales model, with 11,000 resellers
- Major technology OEM/reseller partnerships



# Proven Market Leader



## 100,000+ customer deployments



## Awards and other honors



## Tightly Integrated with the Ecosystem




## Key Customer Challenges

- Data growth, particularly unstructured data (e.g., video, audio, imaging, sensors)
- Increased strategic value of data
  - Insight, discovery, intelligence
  - Repurposing/remonetizing
  - Anytime/anywhere access
  - Collaboration
- Need for workflow-optimized solutions
- Desire for greater simplicity/ease-of-use
- Public, private, hybrid cloud architectures
- Continued cost constraints

Customers' business needs increasingly centered on capturing, sharing, protecting and maximizing value of their data

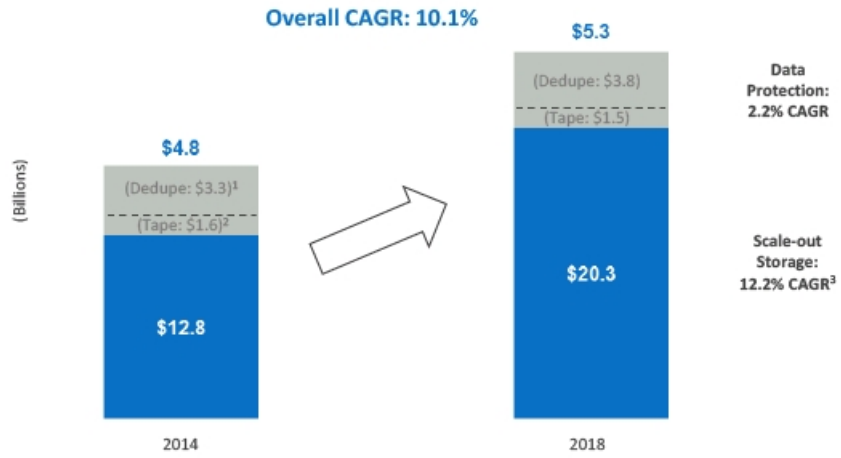


## Quantum's Solutions

- Managing large-scale, shared content workflows from end to end in most demanding data environments
- Enabling efficient workflows that rely on high-performance storage
- Providing archive solutions designed to reduce unstructured data storage costs
- Making content archives in the cloud more accessible
- Protecting and retaining data in most efficient, cost-effective way based on customer needs (tiered storage)

Quantum offers unique combination of high performance, low-cost capacity and easy access across multiple storage tiers

# Quantum's Addressable Market



Sources:

<sup>1</sup> IDC

<sup>2</sup> IDC, Santa Clara Consulting Group, Quantum

<sup>3</sup> IHS Technology, Intersect360, Coughlin Associates



## SCALE-OUT STORAGE SOLUTIONS

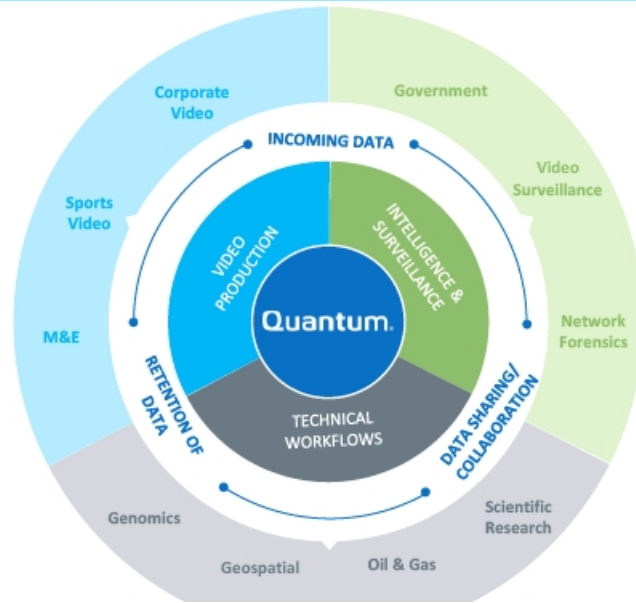
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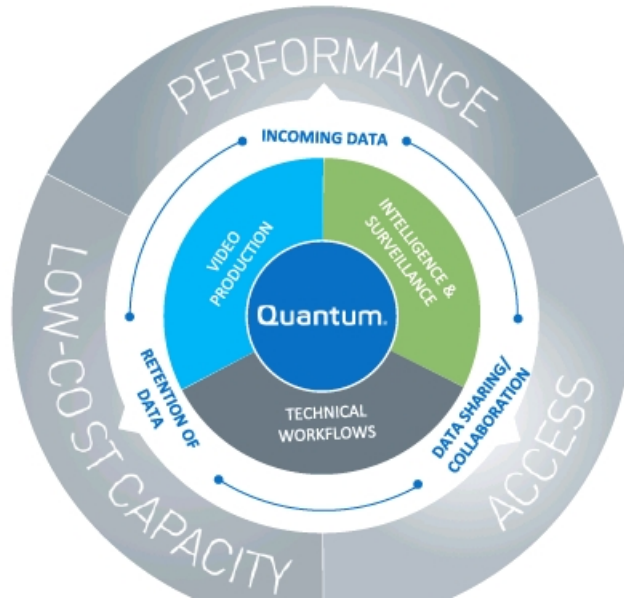
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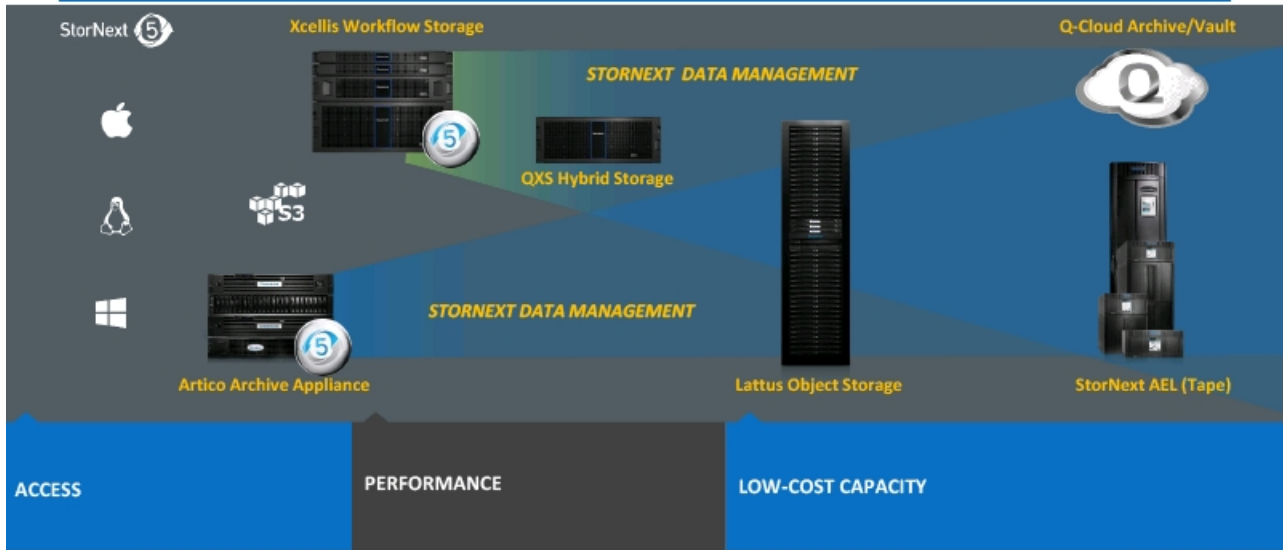
- 1H'FY17 revenue of \$78M, up 34% Y-Y
  - Growth across all main use cases: Media & Entertainment, Video Surveillance and Technical Workflows
- 100,000+ file system licensees/users
- Average win rate in 70% range
- Average non-GAAP product gross margins of approximately 45%
- Expected to grow to 35-40% of total revenue in FY17 (from 27% in FY16)







# Multi-Tier Scale-out Storage Portfolio that Delivers on All Attributes



**Extend M&E leadership (e.g., corporate video, sports video, ad agencies)**

**Build on video surveillance momentum**

**Capitalize on unstructured data archive opportunities in technical workflows**

**Further expand our solution set to the cloud and cloud providers**

**Leverage data protection assets and unified sales organization**

# Scale-out Storage Use Cases: Select Examples



## Broadcaster (Media & Entertainment)

- Needed support for 4K/2K mixed workflow
- EMC Isilon couldn't meet performance requirements
- QTM enabled them to fully leverage large 4K investment and pursue additional business opportunities



## Retail Center (Video Surveillance)

- Wanted state-of-the-art video surveillance and analytics solution they could afford
- No other storage solution "even came close" to QTM, including integration with key ecosystem partners



## Automotive Supplier (Technical Workflows)

- Autonomous vehicle project: 20PB of data over 10 years
- NTAP cost of \$15M made project untenable
- QTM cost of \$1.6M thru tiering, with better performance
- QTM enabled greater innovation and IP growth



# DATA PROTECTION SOLUTIONS

Quantum

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- 1H'FY17 revenue of \$155M, up 3% Y-Y (excludes royalty revenue)
  - Branded disk backup systems up 14% Y-Y in 1H'FY17
- 100,000+ deployments
- Average win rates over 75% for tape automation and mid-60<sup>th</sup> percentile for DXi
- Average branded non-GAAP product gross margins
  - Tape automation and DXi: approximately 50%
  - Tape devices and media: approximately 5-10%
- Strategy is to generate overall data protection profit/cash





# Data Protection: Increased Complexity and Demands on Customers



LEGACY	NEW PARADIGM
Protection of Mostly Structured Data	Protection of Increasingly More Unstructured Data, in Addition to Structured Data
Back Up Data from Physical Assets	Protection of Heterogeneous Assets – Physical and Virtual
Primarily Tape Backup	Intelligent Storage Tiering – Tape, Disk, Object Storage and Cloud
On-Premise Data Access	Anytime, Anywhere Data Access
Retain Most Data for Finite Period	Keep More and More Data Forever
Archive for Risk Mitigation	Archive for Business Opportunity

## DXi Disk Deduplication



DXi V-Series  
1-24TB



DXi4700  
5-135TB

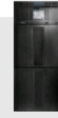


DXi6900/DXi6900-S  
17-544TB

## Scalar Tape Automation



Scalar i3/i6  
25-800 slots



Scalar i500  
40-80 slots



Scalar i6000  
10-7000 slots

## Devices and Media



## Q-Cloud Protect



Leverage tape market share leadership

Increase DXi customer base

Expand DXi go-to-market strategic partnerships

Take advantage of growing cost issues with traditional primary storage

Leverage unified sales organization

## Customer Need

- State health department faced with significant data growth and challenges of large VMware adoption

## Quantum Solution

- DXi appliances
- Veeam backup software

## Why Quantum

- Positive experience with earlier generation DXi appliance
- Ability to partition DXi appliance as virtual tape library and NAS target
- DXi archive capability



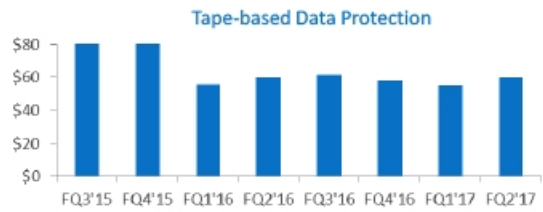
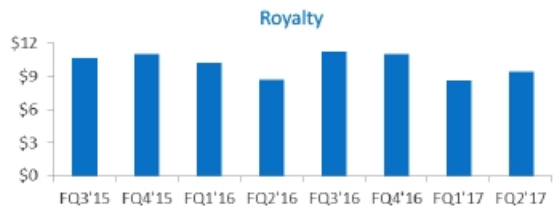
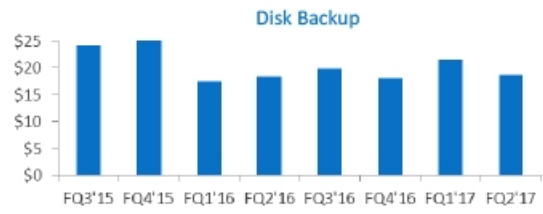
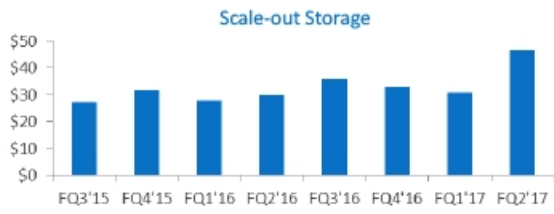
A black and white photograph of chess pieces on a board, with a blue horizontal bar overlaid in the center. The bar contains the text 'FINANCIALS AND GUIDANCE'.

## FINANCIALS AND GUIDANCE

Quantum

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# Revenue Breakdown (millions of \$)



	FY16	FY16 1st Half	FY16 2nd Half	FY17 1st Half
Revenue	\$476M	\$228M	\$248M	\$251M
Gross Margin Rate <sup>1</sup>	43.3%	41.3%	45.2%	42.4%
Operating Expenses <sup>1</sup> (% of Revenue)	\$200M 43%	\$104M 46%	\$96M 39%	\$97M 39%
Operating Income <sup>1</sup> (% of Revenue)	\$5.6M 1%	(\$10M) (4%)	\$16M 6%	\$10M 4%
Net Income <sup>1</sup> (% of Revenue)	(\$2M) (1%)	(\$14M) (6%)	\$12M 5%	\$6M 3%
TTM EBITDA	\$18M	(\$4M)	\$22M	\$37M
Cash from Ops	(\$12M)	(\$2M)	(\$9M)	\$3M
Free Cash Flow	(\$15M)	(\$4M)	(\$11M)	\$1M
Cash Balance	\$37M	\$65M	\$37M	\$32M
Total Debt	\$1.35M <sup>2</sup>	\$153M	\$135M <sup>2</sup>	\$130M
Net Debt	\$98M <sup>2</sup>	\$87M	\$98M <sup>2</sup>	\$97M
Headcount	1,200	1,200	1,200	1,200

Notes:

<sup>1</sup> Gross Margin Rate, Operating Expenses, Operating Income and Net Income are non-GAAP figures

<sup>2</sup> In the third quarter of FY16, Quantum repurchased approximately \$85M of its convertible debt using \$16M in cash and \$69M of its revolving credit facility with Wells Fargo Capital Finance

## 1H'FY17 vs. 1H'FY16

- Total revenue up 10%
- Branded revenue up 14%
- Scale-out storage revenue up 34%
- Branded data protection up 4%
- Operating income up \$20M
- Net income up \$21M

### FQ3'17

- Total revenue: \$125M-\$130M
- Non-GAAP gross margin: 41-43%
- Non-GAAP opex: \$47M-\$49M
- Interest expense: \$2.4M
- Taxes: \$400K
- Non-GAAP EPS: \$0.00-\$0.02

### FY17

- Total revenue: at least \$500M
- Scale-out storage revenue: 35-40% of total revenue
- Decline in overall data protection revenue
  - Modest growth in disk backup
  - Declines in branded and OEM tape backup
- Royalty revenue: approximately \$35M
- Non-GAAP gross margin: 43-44%
- Non-GAAP opex: \$200M
- Interest expense: \$7.8M
- Taxes: \$1.6M
- Non-GAAP EPS: \$0.04

*Note: Quantum expressly disclaims any obligation to update or alter its guidance, whether as a result of new information, future events or otherwise.*



Quantum Corporation (the "Company"), its directors and certain executive officers will be participants in the solicitation of proxies from stockholders in connection with the Company's Annual Meeting of Stockholders for the fiscal year ended March 31, 2016 (the "Annual Meeting"). The Company has received a notice of nominations for the election of directors from VIEX Capital Advisors, LLC in connection with the Annual Meeting and it is possible that there may be a contested solicitation in connection with the Annual Meeting. The Company plans to file a proxy statement (the "Proxy Statement") with the Securities and Exchange Commission (the "SEC") in connection with the solicitation of proxies for the Annual Meeting.

The members of the Board of Directors of the Company and Fuad Ahmad, Chief Financial Officer, would be participants in the Company's solicitation of proxies in connection with the Annual Meeting. As of October 31, 2016, the holdings of the participants in the Company's common stock were as follows: Robert I. Anderson – 49,277 shares; Paul R. Auville III – 597,509 shares; Louis DiNardo – 292,871 shares; Fuad Ahmad – 0 shares; Dale L. Fuller – 197,542 shares; Jon W. Gacek – 1,726,628 shares and options to purchase 1,300,000 shares exercisable within 60 days; David A. Krall – 342,354 shares; Gregg J. Powers – 15,423,566 shares, of which 14,594,195 shares are held in managed accounts of Private Capital Management, LLC, of which Mr. Powers is CEO and Portfolio Manager, and as to which Mr. Powers disclaims beneficial ownership; Clifford Press – 0 shares; and David E. Roberson – 329,263 shares. Additional information regarding such participants, including updated information as to their direct or indirect interests, by security holdings or otherwise, will be included in the Proxy Statement and other relevant documents to be filed with the SEC in connection with the Annual Meeting. To the extent that holdings of the Company's securities change from the amounts reflected in the foregoing, such changes will be reflected on Statements of Change in Ownership on Form 4 filed with the SEC.

Promptly after filing its definitive Proxy Statement with the SEC, the Company will mail the definitive Proxy Statement to each stockholder entitled to vote at the Annual Meeting. **STOCKHOLDERS ARE URGED TO READ THE PROXY STATEMENT (INCLUDING ANY AMENDMENTS OR SUPPLEMENTS THERETO) AND ANY OTHER RELEVANT DOCUMENTS THAT THE COMPANY WILL FILE WITH THE SEC WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION.** Stockholders may obtain, free of charge, the Company's preliminary proxy statement, any amendments or supplements thereto and any other relevant documents filed by the Company with the SEC in connection with the Annual Meeting at the SEC's website (<http://www.sec.gov>). Copies of the Company's definitive proxy statement, any amendments or supplements thereto and any other relevant documents filed by the Company with the SEC in connection with the Annual Meeting will also be available, free of charge, at the Company's website ([www.quantum.com](http://www.quantum.com)) or by writing to Investor Relations, Quantum Corporation, 224 Airport Parkway, Suite 300, San Jose, CA 95110.

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