

**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): May 31, 2017**

**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))

Indicate 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 the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company  If 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.

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On May 31, 2017, Quantum Corporation (the “Company”) announced that effective May 31, 2017, Mr. Alex Pinchev, Founder and Chief Executive Officer of CapriVentures LLC has been appointed to the Board of Directors (the “Board”) of the Company. Mr. Pinchev was appointed to the Board pursuant to the terms of the settlement agreement, dated as of March 2, 2017 (the “Settlement Agreement”) between VIEX Capital Advisors, LLC and the Company. Mr. Pinchev has been appointed to the Company’s Leadership and Compensation Committee.

The material terms and conditions of Mr. Pinchev’s appointment are set forth in his offer letter, which is filed with this report as Exhibit 10.1 and incorporated herein by reference and the Settlement Agreement which was filed by the Company on Form 8-K on March 3, 2017. He will participate in the Company’s standard compensation and benefits program for outside directors. In addition, Mr. Pinchev entered into the Company’s Director Change of Control Agreement and the Company’s Indemnification Agreement, in the forms filed by the Company on Form 8-K on May 10, 2011 and April 4, 2007 respectively.

There are no related party transactions between the Company and Mr. Pinchev (or any immediate family member thereof) requiring disclosure under Item 404(a) of Regulation S-K.

Pursuant to the terms of the Settlement Agreement, in connection with the appointment of Mr. Pinchev, Mr. David Roberson resigned from the Board, effective May 31, 2017. There were no disagreements between the director and the Company.

**Item 8.01 Other Events**

On June 1, 2017, in accordance with the terms of the Settlement Agreement, the Company announced the Company’s Annual Meeting for the fiscal year ending March 31, 2017 will take place on August 23, 2017 (the “2017 Annual Meeting”).

All deadlines for submission of stockholder proposals, notice of stockholder business to be presented at the 2017 Annual Meeting and director nominations are as disclosed in the Company’s proxy statement for the Company’s annual meeting of stockholders for the fiscal year ended March 31, 2016, which was filed with the Securities and Exchange Commission on March 6, 2017.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

Exhibit	Description
10.1	Offer Letter to Mr. Alex Pinchev, dated May 21, 2017

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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: June 1, 2017

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**EXHIBIT INDEX**

Exhibit		Description
10.1	Offer Letter to Mr. Alex Pinchev, dated May 21, 2017	

[Quantum Letterhead]

May 21, 2017

Mr. Alex Pinchev  
[Address]

Dear Alex:

We are pleased to offer you the opportunity to serve on the Board of Directors (the "Board") of Quantum Corporation ("Quantum"), to be effective when formally approved by the Quantum Board.

As a Member of the Board of Directors, and under the current Board compensation program, your Board retainer will be \$50,000 per annum, all of which will be paid in cash. Your committee membership and committee retainer will be determined following your appointment. The retainers are generally paid in quarterly installments. Quantum will also reimburse you for any reasonable travel or incidental expenses associated with performing your duties as a Board member.

We will recommend to the Leadership and Compensation Committee that restricted stock units (RSUs) with a total value of \$125,000 be awarded to you, calculated using a company stock value of the higher of \$8 or the current stock price (capping the RSU grant at 15,625 shares). The number of RSUs to be awarded will be determined at the time of award based on the company's closing stock price on the date of the Leadership and Compensation Committee's approval, which occurs on the first business day of every month. Therefore, the number of RSUs to be awarded to you will be determined using the closing stock price on June 1, 2017. These RSUs will vest over two (2) years with 50% of the RSUs vesting after one (1) year and the remaining 50% vesting in quarterly installments over the second year. Once the RSUs have been approved, you will receive documentation from E\*Trade, Quantum's Stock Administrator, within two (2) months from your start date. If you remain a Board member, you will receive an annual stock grant thereafter, currently set at a total value of \$100,000 per annum.

Lastly, we are pleased to offer you the opportunity to participate in Quantum's Deferred Compensation Program. If you are interested in further information about this program, please let us know and we will forward it to you.

To confirm your acceptance of our offer, please sign one copy of this letter, complete the enclosed documents, and return them to Shawn Hall via email at [shawn.hall@quantum.com](mailto:shawn.hall@quantum.com) or by mail to: Shawn Hall, Quantum Corporation, 224 Airport Parkway, Suite 550, San Jose, CA 95110.

Please contact me if you have any questions. Welcome to Quantum and I look forward to working with you.

Sincerely,

Jon Gacek  
President & CEO  
Quantum Corporation  
[phone number]

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I understand and accept the terms of this agreement and agree to comply with all Quantum and Board policies and procedures, including those described in Quantum's Business Conduct and Ethics Policy, Section 16 Policy, Insider Trading Policy, and Corporate Governance Principles.

Signed: /s/ Alex Pinchev \_\_\_\_\_ Date: 5/24/2017  
Alex Pinchev

Enclosures:

Director Change in Control Agreement  
Director Indemnification Agreement  
The High Road: Quantum's Business Conduct & Ethics Policy  
Section 16 Policy Documentation  
Insider Trading Policy  
Corporate Governance Principles  
EFT Form  
W-9

cc: Compensation  
Legal