

MITCHELL MARK R

Form 3

November 01, 2012

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*

Starboard Value LP

(Last) (First) (Middle)

830 THIRD AVENUE, 3RD  
FLOOR, A

(Street)

NEW YORK, NY A 10022

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

10/26/2012

3. Issuer Name and Ticker or Trading Symbol  
QUANTUM CORP /DE/ [QTM]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)

6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting  
Person  
\_X\_ Form filed by More than One  
Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)Common Stock, \$0.01 Par Value <sup>(1)</sup>

14,616,984

I

By Starboard Value and  
Opportunity Master Fund Ltd <sup>(2)</sup>Common Stock, \$0.01 Par Value <sup>(1)</sup>

3,276,403

I

By Starboard Value and  
Opportunity S LLC <sup>(3)</sup>Common Stock, \$0.01 Par Value <sup>(1)</sup>

5,126,613

I

By Managed Account of  
Starboard Value LP <sup>(4)</sup>

Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not  
required to respond unless the form displays a  
currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
4.50% Convertible Senior Notes due 2017 <sup>(1)</sup>	Â <sup>(5)</sup>	11/15/2017	Common Stock	11,511,839 \$ 1.65 <sup>(6)</sup>	I
					By Starboard Value and Opportunity Master Fund Ltd <sup>(2)</sup>
4.50% Convertible Senior Notes due 2017 <sup>(1)</sup>	Â <sup>(5)</sup>	11/15/2017	Common Stock	2,586,521 \$ 1.65 <sup>(6)</sup>	I
					By Starboard Value and Opportunity S LLC <sup>(3)</sup>
4.50% Convertible Senior Notes due 2017 <sup>(1)</sup>	Â <sup>(5)</sup>	11/15/2017	Common Stock	4,116,575 \$ 1.65 <sup>(6)</sup>	I
					By Managed Account of Starboard Value LP <sup>(4)</sup>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Starboard Value LP 830 THIRD AVENUE, 3RD FLOOR NEW YORK, NY 10022	Â	Â X	Â	Â
Starboard Value GP LLC 830 THIRD AVENUE, 3RD FLOOR NEW YORK, NY 10022	Â	Â X	Â	Â
Starboard Principal Co LP 830 THIRD AVENUE, 3RD FLOOR NEW YORK, NY 10022	Â	Â X	Â	Â
Starboard Principal Co GP LLC 830 THIRD AVENUE, 3RD FLOOR NEW YORK, NY 10022	Â	Â X	Â	Â
Smith Jeffrey C C/O STARBOARD VALUE LP 830 THIRD AVENUE, 3RD FLOOR NEW YORK, NY 10022	Â	Â X	Â	Â
MITCHELL MARK R C/O STARBOARD VALUE LP 830 THIRD AVENUE, 3RD FLOOR NEW YORK, NY 10022	Â	Â X	Â	Â

Feld Peter A  
C/O STARBOARD VALUE LP  
830 THIRD AVENUE, 3RD FLOOR  
NEW YORK, NY 10022

^ ^ X ^ ^

STARBOARD VALUE & OPPORTUNITY MASTER FUND LTD  
830 THIRD AVENUE, 3RD FLOOR  
NEW YORK, NY 10022

^ ^ X ^ ^

STARBOARD VALUE & OPPORTUNITY S LLC  
830 THIRD AVENUE, 3RD FLOOR  
NEW YORK, NY 10022

^ ^ X ^ ^

## Signatures

Starboard Value LP; By: Starboard Value GP LLC; By: /s/ Jeffrey C. Smith, Authorized Signatory 11/01/2012

\_\_Signature of Reporting Person Date

Starboard Value and Opportunity Master Fund Ltd; By: Starboard Value LP; By: /s/ Jeffrey C. Smith, Authorized Signatory 11/01/2012

\_\_Signature of Reporting Person Date

Starboard Value and Opportunity S LLC; By: Starboard Value LP; By: /s/ Jeffrey C. Smith, Authorized Signatory 11/01/2012

\_\_Signature of Reporting Person Date

Starboard Value GP LLC; By: Starboard Principal Co LP; By: /s/ Jeffrey C. Smith, Authorized Signatory 11/01/2012

\_\_Signature of Reporting Person Date

Starboard Principal Co LP; By: Starboard Principal Co GP LLC; By: /s/ Jeffrey C. Smith, Authorized Signatory 11/01/2012

\_\_Signature of Reporting Person Date

Starboard Principal Co GP LLC; By: /s/ Jeffrey C. Smith, Authorized Signatory 11/01/2012

\_\_Signature of Reporting Person Date

By: /s/ Jeffrey C. Smith 11/01/2012

\_\_Signature of Reporting Person Date

Mark R. Mitchell; By: /s/ Jeffrey C. Smith, Attorney in Fact 11/01/2012

\_\_Signature of Reporting Person Date

Peter A. Feld; By: /s/ Jeffrey C. Smith, Attorney in Fact 11/01/2012

\_\_Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- (1) This Form 3 is filed jointly by Starboard Value and Opportunity Master Fund Ltd ("Starboard V&O Fund"), Starboard Value and Opportunity S LLC ("Starboard LLC"), Starboard Value LP ("Starboard Value LP"), Starboard Value GP LLC ("Starboard Value GP"), Starboard Principal Co LP ("Principal Co"), Starboard Principal Co GP LLC ("Principal GP"), Jeffrey C. Smith, Mark Mitchell and Peter A. Feld (collectively, the "Reporting Persons"). Each Reporting Person may be deemed to be a member of a Section 13(d) group that owns more than 10% of the Issuer's outstanding shares of Common Stock. Each Reporting Person disclaims beneficial ownership of the

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shares of Common Stock reported herein except to the extent of his or its pecuniary interest therein, and this report shall not be deemed to be an admission that any Reporting Person is the beneficial owner of such shares of Common Stock for purposes of Section 16 or for any other purpose.

- (2) Shares of Common Stock, including Shares underlying the notes, beneficially owned by Starboard V&O Fund. Starboard Value LP, as the investment manager of Starboard V&O Fund, may be deemed to be the beneficial owner of the shares of Common Stock beneficially owned by Starboard V&O Fund. Each of Starboard Value GP, as the general partner of Starboard Value LP, Principal Co, as a member of Starboard Value GP, Principal GP, as the general partner of Principal Co and Messrs. Smith, Mitchell and Feld as members of Principal GP and as members of each of the Management Committee of Starboard Value GP and the Management Committee of Principal GP, may be deemed to be the beneficial owner of the shares of Common Stock beneficially owned by Starboard V&O Fund.

- (3) Shares of Common Stock, including Shares underlying the notes, beneficially owned by Starboard LLC. Starboard Value LP, as the manager of Starboard LLC, may be deemed to be the beneficial owner of the shares of Common Stock beneficially owned by Starboard LLC. Each of Starboard Value GP, as the general partner of Starboard Value LP, Principal Co, as a member of Starboard Value GP, Principal GP, as the general partner of Principal Co and Messrs. Smith, Mitchell and Feld as members of Principal GP and as members of each of the Management Committee of Starboard Value GP and the Management Committee of Principal GP, may be deemed to be the beneficial owner of the shares of Common Stock beneficially owned by Starboard LLC.

- (4) Shares, including Shares underlying the notes, held in an account managed by Starboard Value LP. Starboard Value GP, as the general partner of Starboard Value LP, Principal Co, as a member of Starboard Value GP, Principal GP, as the general partner of Principal Co and Messrs. Smith, Mitchell and Feld as members of Principal GP and as members of each of the Management Committee of Starboard Value GP and the Management Committee of Principal GP, may be deemed to be the beneficial owner of the shares of Common Stock beneficially owned by Starboard Value LP.

- (5) The Reporting Persons may convert their notes at their option, at any time prior to the close of business on the business day immediately preceding November 15, 2017.

- (6) The notes are convertible at an initial conversion rate of 607.1645 shares of the Issuer's common stock per \$1,000 principal amount of notes (representing an initial conversion price of approximately \$1.65 per share of the Issuer's common stock), subject to adjustment in certain circumstances.

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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