



QUANTUM'S CODE OF BUSINESS CONDUCT AND ETHICS

JANUARY 2014

We deliver certainty around the globe, in familiar areas as well as those that are new and growing. We encounter different cultures, expectations, and challenges every day, but enable consistency by providing excellent products and service. We are also consistent in our behavior, by always striving to abide by the highest standards of business conduct. Our company, team members, business partners, and communities deserve nothing less.

The High Road is Quantum's Code of Business Conduct and Ethics. It explains our long-standing tradition of defining and exceeding ethical business standards and is a fundamental component of our ability to act, and win, as a team. We are all accountable for adhering to its expectations, and we are all responsible for the consequences of noncompliance.

Anyone conducting business on behalf of Quantum or any of its subsidiaries, including all team members, officers, directors, contractors, consultants, and agents (collectively the "Quantum Team"), must comply with the policies explained in this document. In addition, if we ever have questions or concerns about what to do, we must contact Quantum's ethics and compliance resources for assistance.

Our dedication to practicing the principles of *The High Road* means the world can be certain of our success.



Paul Auvil
Chairman of the Board



Jon Gacek
Chief Executive Officer

Fundamental Standards

- Avoid and prevent bribery and corruption
- Avoid conflicts of interest
- Be loyal to Quantum
- Be mindful about gifts, meals, and entertainment
- Engage team members, customers, suppliers, and others fairly and respectfully
- Respect and protect assets, information, and people
- Represent Quantum well
- Comply with all applicable laws and policies
- Report questions, concerns, or violations



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COPYRIGHT STATEMENT

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Overview

A fundamental component of Quantum's ability to succeed comes from our continuous drive to support the highest benchmarks for ethical conduct.



PURPOSE AND SCOPE

The High Road reinforces Quantum's commitment to ethical behavior and explains how to respond to challenging situations we may encounter. It applies to everyone on the Quantum Team in any location. However, laws in certain countries might prevent equal enforcement of all of its provisions. In those places, Quantum recognizes that *The High Road* might be limited in scope by local regulation.

OUR PERSONAL COMMITMENT

All Quantum team members, officers, and directors must acknowledge their commitment to *The High Road – Quantum's Code of Business Conduct and Ethics* by signing "My Personal Commitment to Integrity." We may request this acknowledgement during the new hire process, following updates to *The High Road*, or at other times when we think it makes sense. However, even if written acknowledgement is not collected, we must all comply with *The High Road* every day.

OUR BASIC APPROACH

While we have designed *The High Road* to offer detailed and practical guidance, it can't cover every situation that might arise. For this reason, our standards and guidelines are governed by two simple rules that always apply:

Use Good Judgment

Nothing can replace thoughtful and informed decisions

When in Doubt, Ask

If a situation doesn't feel right, ask for help

NO RETALIATION OR MALICIOUS REPORTING

We expect the good faith reporting of violations of any provision of *The High Road* or any applicable law, rule, or regulation. In support of that, we will not tolerate acts of retaliation or retribution against anyone who makes a good faith report. Confirmed retaliatory acts may result in disciplinary action, up to and including termination of employment or the business relationship. Anyone who intentionally provides misleading or false information regarding violations or during any investigation process may likewise be subject to disciplinary action.

MANAGER RESPONSIBILITIES

Managers have an increased responsibility to provide a clear, consistent example of meeting the highest standards of ethical conduct for their teams. If you are a manager, you should ensure that your team understands the importance of *The High Road*, that you are fostering an environment that encourages reporting ethical questions or concerns, and that you are escalating any issues you are unable to resolve to Quantum's ethics and compliance resources.

AMENDMENTS AND WAIVERS

Only the Board of Directors or its committees may grant amendments or waivers regarding how *The High Road* applies to a Quantum director or executive officer. If made, those approvals must be promptly disclosed to Quantum shareholders in accordance with applicable reporting requirements.

Use Good Judgment

Nothing can replace thoughtful and informed decisions

When in Doubt, Ask

If a situation doesn't feel right, ask for help



Quantum Values

INTEGRITY



BRIBERY AND CORRUPTION

We strongly support efforts to prevent bribery and corruption. Most countries we work in forbid making payments or giving gifts in an effort to influence a business decision. In addition, the US Foreign Corrupt Practices Act and UK Bribery Act prohibit this type of activity anywhere in the world.

Despite these laws, some countries continue to tolerate the presence of bribery in business transactions. This can make it very hard to do business ethically, but we remain fully committed to compliance with anticorruption requirements and cannot compromise our standards. The consequences of violations are severe for Quantum and the individuals involved. We all must avoid offering payments, services, or gifts to others if it would appear to be intended to influence their decisions or actions. Quantum's Anticorruption Policy provides more detailed information about how to comply with anticorruption requirements and can be found on myQ.

CONFLICTS OF INTEREST

We avoid conflicts of interest, which occur when our private loyalties interfere with the interests of Quantum as a whole. If it becomes difficult to perform our work objectively and effectively, a conflict of interest has likely arisen. It is important to remember that even the appearance of a conflict can be problematic.

Buying and Selling Stock

We lawfully trade securities by acting in conformance with the trading windows and policies established by Quantum's stock administration department. Quantum policy prohibits us, members of our households, and others with whom we have close relationships from conducting transactions in any securities (including stock) when we may have inside information, which is material information that has not been publicly disclosed. In addition, securities laws and our policy regarding inside information apply to any non-public information that team members may have about any Quantum business partner. Once inside information has been made public, we are required to wait at least two full business days before trading in the relevant securities so that the information can be thoroughly broadcasted to the public. More information about Quantum's Insider Trading policy can be found on myQ.

Family and Friends

We are cautious about working with friends or family because it can subject us to accusations of favoritism or preferential treatment. Because of that, those working relationships must be approved by Quantum's ethics committee in advance. This includes engaging in any of the following activities with family, close friends, or partners in a business unrelated to Quantum:

- Conducting Quantum business;
- Forming a direct or indirect reporting relationship; or
- Forming any type of financial or business relationship that could cause our loyalty to be divided between Quantum and another interest.

Interests in Other Businesses

We avoid any financial or business relationship that might cause divided loyalty. Before beginning any employment, business, consulting, financial, or other relationship with a third party, we must receive written permission from Quantum's ethics committee if the activity:

- Is or could be relevant to Quantum's current or future business, whether from the supplier or customer perspective;

High Road Checkpoint

While each law is different, anticorruption requirements generally prohibit companies and their employees from making payments to individuals for the purpose of improving the company's business position. These provisions can be interpreted broadly, in that:

- Making payments may include offering, paying, promising to pay, or giving money, gifts, services, or beneficial opportunities as part of the business transaction;
- Payments do not have to be made by the company; those made by a third party on behalf of the company may be treated as though they were made directly;
- Government officials can include employees of the government or government-run companies, political parties or candidates, family members, and anyone with political influence, even if there is no formal government tie; and
- Improving business position may include any activity that is intended to assist in winning, retaining, or enabling a business opportunity.



- Might expose us to third party confidential, proprietary, or trade secret information, or could share our confidential, proprietary, or trade secret information with others; or
- Is similar to the work we do at Quantum.

Our executive officers, members of our Board of Directors, certain security holders, and their family members are subject to additional rules around potential conflicts of interest arising from other business opportunities. Because of the nature of these rules, the Audit Committee of Quantum’s Board of Directors must review and approve these types of transactions in advance.

Investments

We minimize investment conflict. We may not invest or maintain a financial interest in Quantum competitors if the investment could influence our judgment in a way that is adverse to Quantum. In addition, we may not invest in businesses similar to Quantum (or in our suppliers or customers) if it might affect our ability to make decisions that are good for Quantum.

Loans

We don’t borrow money inappropriately, and we do not take personal loans, or guarantees of obligations, from Quantum competitors or business partners. Members of our Board of Directors and our executive officers may not receive loans or extensions of credit from Quantum, nor may Quantum arrange for or renew an extension of credit to them.

Projects or Inventions

We seek permission before beginning work on a non-Quantum project or invention that will involve Quantum time, knowledge, equipment, or materials. The activity should be approved by your functional vice president before it begins.

Quantum Consulting Relationships

We recognize that Quantum does not represent a personal business opportunity. Quantum may utilize relationships with third party consultants to provide critical technical or market-based guidance to certain projects or teams. Due to the depth of their expertise, some of those consultants may be former Quantum team members. However, for the first twelve months after we leave Quantum, we may not provide consulting services to Quantum without written approval from the applicable functional vice president.

GIFTS AND ENTERTAINMENT

We exchange gifts responsibly. We should know how to avoid situations where gifts or business entertainment could be construed as inappropriate or intended to influence business decisions. We don’t exchange valuable gifts (including equipment, money, discounts, or preferential treatment) with people associated with Quantum vendors or customers. In addition, we must never exchange any gifts with government agencies or representatives without prior approval from our general counsel. We may still receive appropriate complimentary products and services or make a gift, but we should ensure that any gift is given openly, with the full knowledge of the company or organization, and is consistent with applicable laws and business standards.

We should use good judgment in determining if a gift is acceptable; if it seems inappropriate, it probably is. As a general rule of thumb, we should neither give nor receive gifts worth more than the equivalent of US\$150 without approval from our functional vice president, and even then not without extraordinary circumstances.

High Road Checkpoint

Insider trading violations are actively monitored by the United States Securities and Exchange Commission. While it might seem that enforcement would be focused on large investors or companies, individual traders with small portfolios are also often targeted.



Marketing Promotions

We are mindful about marketing promotions. Marketing and incentive promotions can create concerns if they are not managed appropriately, as they may be confused as gifts or bribes. Because of this, marketing promotions should be carefully designed with transparency and fairness in mind. Incentive programs with clear eligibility rules that are equally available to anyone who objectively meets those rules will also help ensure that such programs are not perceived as inappropriate. Any new customer hospitality or incentive programs should be introduced only after answering the following questions:

- Who is eligible to receive the incentive?
- What actions must the customer/partner take to receive the incentive?
- What, if any, actions are expected or required of the customer/partner once the incentive has been received?
- Would the customer/partner only complete the required actions because the incentive has been received? In other words, would the customer/partner consider the incentive to be payment for those actions?

Contact the legal department with any questions about whether marketing and incentive programs are appropriate.

Meals and Entertainment

We are moderate in the meals and entertainment we engage in with others. Meals and entertainment should be infrequent, not extravagant in nature, and for the express purpose of furthering a business relationship. Whether we are providing or receiving a business meal or entertainment, a representative from each company must be present. Regardless of the circumstance, we may not provide a meal or entertainment to a government representative without prior approval from our general counsel.

Travel

We book travel appropriately, which means that we do not accept travel from any source outside of Quantum or provide travel to others (excluding applicants) without written approval from our functional vice president.

Valuable Gifts and Local Customs

We respect local customs. There may be rare circumstances where the exchange of gifts having more than nominal value is appropriate, such as when not doing so would be culturally offensive and harm legitimate business relations. In such cases, gifts of higher value may be given or received provided that:

- The exchange of gifts is conducted without any appearance of impropriety and in full compliance with anticorruption standards or other applicable regulations;
- The gift is approved by our general counsel;
- The gift complies with local laws and any guidelines provided by the ranking Quantum representative in the region based on his or her knowledge of local culture; and
- The gift is given on behalf of Quantum as whole and, if received, must be reported to the ethics committee for review and determination of how the gift may be used.

High Road Checkpoint

In general, business gifts are allowed if they:

- Are of limited value (within the \$150 rule of thumb);
- Do not violate applicable laws or customs;
- Would not embarrass Quantum or its business partners if publicly disclosed;
- Are fully visible to senior management for both organizations;
- Are not given to or received from government personnel or affiliates;
- Are not actually or perceived as intended to influence actions or behaviors; and
- Are not made or received regularly or frequently (more than two or three gifts a year may be inappropriate without special circumstances).



Examples of Integrity

Sales, Marketing, and Service

Operations

Finance / IT

Engineering

Corporate

Anticorruption



Karl is a sales representative in Germany and has been trying to convince the IT manager for a government-funded university to deploy Quantum products in the university's data center. The IT manager finally agrees to purchase two units, provided that Karl can first get him invited to an exclusive charity benefit that is being planned by Karl's wife. Karl cannot accept the offer under those terms, as doing so could be a violation of local and international anticorruption requirements.

You are a member of the logistics team. You have been trying to have some defective product returned from Argentina for some time, but Quantum does not have the license that is required to export defective product. The customer is getting frustrated and recommends a consultant that "knows how to get things done." The consultant tells you, "Under the right circumstances, a license is not needed. It's too complicated to explain, but I can take care of it." You should contact the legal department for assistance because the consultant may be proposing a violation of anticorruption laws for which Quantum could be held responsible.

Jaime, a member of the accounts payable team, receives an invoice from a supplier with a note that a special payment exception is needed. The supplier is requesting that we split payment between their regular account and a new account that has been established specifically for a new facility opening in Russia. The supplier has described the amount that is to be paid to the Russian account as Quantum's portion of a Russian new facility approval fee. Jaime should review the invoice and payment request with his manager to confirm that the payment would not be construed as a bribe under anticorruption laws.

You are an engineer in the United States and need to travel to another engineering center in Asia for a few weeks. The Asian country requires you to obtain a visa before allowing you to enter. You submit all of the required paperwork and fees with your visa application, but it is denied. You reread the visa regulations to confirm that your original application was completed correctly, but you are told that you must now pay an additional clearance fee before the visa can be issued. You should contact Quantum's legal department for assistance because making the additional payment could be construed as a violation of anticorruption laws.

Yamiko is asked to review some files related to Storemore, a small company Quantum is considering acquiring. During the review, Yamiko finds a number of references to Storemore's "special assistance" fund, which is an account the company has set up for payments to a number of the consultants and agents it was using to help grow its business in emerging markets. The payments appear to be discretionary and have only been issued in conjunction with new business in those markets. Yamiko should share this information with her manager because Storemore's special assistance fund could represent anticorruption violations that should be investigated before Quantum moves forward with the acquisition.

Conflicts of Interest / Gifts and Entertainment



You are in charge of a large effort to find a new third party service provider for Quantum's installed base in Japan. During your meetings with potential service partners, each provider has given you small gifts (as it is the local custom in these types of discussions), such as coffee mugs and chocolate. However, two of the potential partners present you with much more valuable gifts as signals of the importance of Quantum's business. Because these two partners have already offered the best pricing, you are uncomfortable refusing the gifts because you believe it would offend them. You may accept the gifts, but report them to the ethics committee right away. You should not plan to keep the gifts for yourself unless the ethics committee approves that approach.

Pheung, a manager in the quality department, is tasked with finding a resource to help Quantum understand why one of its products is failing in high temperature environments. The best man at Pheung's wedding is an engineer who is very experienced at diagnosing temperature-related failures. Pheung should disclose this conflict of interest to his manager and Quantum's ethics committee for review. Pheung's friend may be the best choice for the job, but it may not be appropriate for Pheung to make the decision to retain his services.

You manage Quantum's third party payroll provider. The contract is nearing expiration and you know the provider is hoping you will agree to the price increase they have proposed. The provider calls you one day and invites you to a customer appreciation event that will occur Friday through Sunday afternoon at a very expensive resort hotel in another city. The provider tells you that you can bring your spouse and they will pay for all of your expenses. There will be a demo of the provider's new payroll system on Friday afternoon, but the rest of the event is unstructured and you would be able to spend your time however you would like. Before you agree to attend the event, you should contact the ethics committee for assistance.

Pierre owns 5,000 shares of stock in Best Cables, a supplier of power cords for the electronics industry. Several months later, the company begins to supply power cords to Quantum. Through his position at Quantum, Pierre learns that Best Cables is about to recall another of its product lines, and while he is confident that Quantum will not be impacted, Pierre is concerned that his Best Cables stock will lose value. Despite the potential decline in the stock price, Pierre may not sell his stock until the recall is publicly announced.

You work in the human resources department and have spent a lot of time working with Quantum's benefits providers. You have come to know one of your account managers very well. Your birthday is coming up, and she sends you a \$25 gift card to a local restaurant. You may keep the gift card if you are comfortable doing so, but be sure to disclose it to your manager.

Quantum Values

RESPECT



EMAIL AND TECHNOLOGY USAGE

We encourage appropriate use of technology. While we can't control the content of the Internet or external e-mail, we can set clear standards for how we use technology resources. We should remember that when we access information or communicate electronically (either within Quantum or externally), we are representing Quantum. Because of that, we should not expect personal privacy in the use of Quantum's communication systems, whether for business or personal communications. We should also avoid storing sensitive data for personal use on Quantum computers and always keep user identification and password information secure. The Computing Security and Usage Policy on myQ has more information about using Quantum computing systems.

Instant Messaging

We use new technologies in appropriate ways. Quantum recognizes that instant messaging provides a convenient option for efficient communication between employees. While we maintain a private platform that allows us to secure instant messaging communications, we cannot retain or recover them. As a result, instant messaging should not be used for communications that include:

- Quantum confidential information or nonpublic intellectual property;
- Sensitive Personal Information, as defined by Quantum's Written Information Security Program; or
- Business information that would be within the scope of Quantum's Records Retention Program.

Social Networking

We network responsibly. Many of us participate in social media platforms for both personal and professional reasons. When we engage in social networking, rules regarding confidentiality, privacy, and appropriate communications still apply. Because social media content may be considered admissible information in litigation, both we as individuals and Quantum may be held liable for the content of social media communications. As a result, any social media activity made on behalf of or relating to Quantum should comply with our Social Media Participation Policy, which can be found on myQ.

EQUAL OPPORTUNITY EMPLOYMENT

We encourage a culturally diverse and supportive work environment, and we do not tolerate discrimination or harassment based on a person's race, color, gender, sexual orientation, religion, national origin, age, marital status, disability, veteran, or other protected status. This applies to team members, applicants, contractors, business partners, and anyone else with whom we have working relationships. More information about Quantum's equal opportunity policies is available on myQ.

HUMAN RIGHTS

We are committed to upholding human rights for everyone, including team members of Quantum and its business partners. We only support employment and contracting arrangements that adhere to applicable child and voluntary labor laws and minimum wage standards.

PROTECTING INFORMATION

We respect the importance of information. Quantum's business activities and business relationships revolve around sensitive, valuable information. Maintaining the confidentiality of this information is essential to us and our business partners and is a responsibility that we all share.

Quantum Confidential Information

We do not disclose Quantum confidential, proprietary, or trade-secret information to anyone outside of Quantum unless a written confidentiality or nondisclosure agreement is in place. All non-standard agreements must be approved by Quantum's legal department before they are signed. Quantum's standard nondisclosure form can be found on myQ, and information about proper handling of nondisclosure agreements is provided in Quantum's Contracts Policy.

Examples of Quantum confidential information include:

- Strategy or objective information or product specification, development, or manufacturing information beyond that available on quantum.com or in published white papers or marketing materials;
- Internal information about product quality challenges and solutions;
- Internal product cost or pricing information or financial planning or budgeting information;
- Product marketing plans or competitive market analysis information; and
- Content or status of Quantum's proposals to potential customers or responses to a customer bidding process.

In addition, we should all remember that our confidentiality obligations continue even if our employment relationship with Quantum ends. We must avoid using our familiarity with Quantum inappropriately in future business endeavors, including by attempting to gain a competitive advantage for another company by leveraging information that belongs to Quantum.

Highly Sensitive Information

We rigorously protect sensitive information. Many of us work with information that, by its nature, is held in strict confidence even within Quantum. Examples include:

- A team member who regularly handles private individual information such as organizational planning or compensation information; or
- A manager who receives closely held information about strategic initiatives that would have significant personnel, community, or competitive implications.

Any team member who works with or has access to sensitive internal information must take appropriate steps to protect it and should not discuss it with anyone who does not have a business-related need to know. Employees who receive such information and fail to comply with this obligation may be subject to disciplinary action, up to and including termination.

Like the business information described above, strong confidentiality requirements apply to the personal information of current and former Quantum team members, applicants, and others. Because we are committed to the protection of personal and medical data that we may have, we have implemented a comprehensive privacy and security program to protect sensitive personal information. We all must comply with those requirements at all times, including storage location and encryption requirements applicable under our Written Information Security Program. More information about Quantum's data privacy and security policies can be found in the Privacy Management Program on myQ.

External Information

We respect the confidential, proprietary, and trade secret information of others. No one on the Quantum Team may use or disclose any information belonging to a third party unless authorized by that third party or required by law to do so, and then only within applicable limitations. In addition, many of us might have friends or family members that work for Quantum competitors or other industry participants. Despite those personal relationships, it is never appropriate to ask current or former employees of related businesses to share confidential information with us. If confidential information is shared, unintentionally or otherwise, we must not act on it.

High Road Checkpoint

We should never disclose Quantum confidential information without a nondisclosure agreement in place. Appropriate nondisclosure agreements are relevant to the purpose of exchanging the information and applicable to the timeframe when the information will be disclosed and used.



Protecting customer and supplier confidential information is of particular importance at Quantum because our customers and suppliers might also be our competitors. Customer and supplier confidential information may only be used to conduct the normal business activities of the Quantum groups receiving this information and may not be used in any other manner, including to place Quantum in an improved competitive position. More information about Quantum's Customer Confidentiality Policy can be found on myQ.

Beyond that, there are special privacy requirements that may apply when we store, maintain, or access data that is available on the products or services we provide to customers. Anyone involved in the installation, service, or ongoing management of customer data must understand these obligations and strictly conform to them. If this becomes relevant to what you do, you should contact the legal department for more information.

Copyrighted Material and Licensed Software

We use copyrighted material (including print materials and licensed computer software) **appropriately**. Understanding and following copyright and license guidelines can avoid unnecessary legal problems. It is against the law and Quantum policy to copy, digitize, modify, translate, broadcast, perform, or distribute any part of a copyrighted work unless we have appropriate permission to do so. We must comply with all license and purchase terms regarding the duplication of any software we acquire or use. Because of this, we should never:

- Install computer software from a home computer on Quantum computers or networks, or vice versa;
- Exchange copies of software applications with coworkers without first checking with the IT department; or
- Install new software programs onto Quantum computers or networks without first consulting the IT department.

Contact the legal department with any questions about the appropriate use of copyrighted material or licensed software, including any original work that you have authored.

Open Source Software

We respect open source requirements. Many of our products incorporate software made available through open source distribution licenses. Such licenses may contain specific limitations on how the software may be used or requirements for how resulting products are distributed. Because of that, we should be sure to document any open source software used in Quantum products and review any integration of new open source technology with Quantum's legal department.

Receiving Unsolicited Information

We carefully handle unsolicited confidential information that we may unintentionally receive through normal business operations. In doing so, we protect Quantum's interest in its research and development by avoiding any allegations that we accepted and profited from someone else's ideas without paying for them. If we inadvertently receive unsolicited confidential information, we should contact Quantum's legal department to discuss any appropriate actions to be taken.

High Road Checkpoint

Special care must be taken when a new team member comes to Quantum from a competitor or a related industry. We may not use confidential or proprietary information obtained through the team member's former position without prior authorization. Violating this requirement could expose Quantum and the team member to legal liability.



Examples of Respect

Sales, Marketing, and Service

Operations

Finance / IT

Engineering

Corporate

Email and Technology Usage



Luca, a marketing manager, is occasionally asked to post information about Quantum products and programs on social media platforms. In addition, Luca's own Facebook page contains several references to Quantum. One day, Luca is very frustrated by an interaction she had with a competitor, and uses her Facebook page to say that the competitor's New York sales team cannot be trusted. The competitor then sues Quantum for defamation. Luca's post, even though it was on her personal Facebook page, may be used as evidence in the litigation, and both she and Quantum may be liable for any consequences of her statement.

You are a production manager for Quantum but also run a fairly successful online auction site in your spare time. The holidays are approaching and your site is running a discount, which is creating an increase in your sales activity. In order to keep up, you have been spending about fifteen minutes an hour while you are at work using your Quantum computer to send your customers pricing updates, shipping confirmations, and payment requests. Although it may not seem like a big deal, this activity may be a violation of Quantum's Computing Security and Usage Policy and other Quantum policies.

Susan has started a new position with Quantum as a financial analyst but has moved hundreds of miles away from her family to do so. Susan and her family regularly email each other to help stay in touch. One day, Susan receives a joke in her email that she knows her family would love. Rather than forwarding the joke via her Quantum email address, Susan should send the message to her personal email address first and then forward it on from there.

You are a sustaining engineer and are trying to understand why a certain product line has recently seen an unusually high failure rate. Most of the other engineers working on the problem are at a different site, so you generally talk to them electronically, and you've developed a habit of using instant messaging as a quick way of communicating. You would like to start sharing test results and failure diagnostic information via IM rather than your Quantum email because it just seems more convenient. You mention this to your manager, who has concerns about whether IM is the appropriate platform for that kind of information.

Aron is preparing a summary of all of Quantum's press coverage in the last month. Aron spends a lot of time surfing the internet looking for references to Quantum, and when he gets bored he enjoys exploring sites that come up in his search results but are otherwise unrelated to Quantum. One day, Aron quickly gets engrossed in a dating blog called "Replicate your Relationship." Aron checks this site every day and even starts posting comments to some of the blog entries, describing conversations he had with Maggie, his ex-girlfriend who also works at Quantum. Maggie finds the comments and reports Aron to HR. Aron may now face disciplinary action.

Protecting Information



You recently hired a new sales representative who received a confidential customer list from his previous employer, a Quantum competitor. The sales rep offers to share it with you and says that he knows the pricing that was presented to those customers on recent bid responses. No matter how advantageous it may be, and regardless of how much it could help us compete, we may not use the customer list.

Franck works in supply chain and regularly shares forecast information with suppliers so they can meet Quantum's production requirements. Franck is preparing an RFQ to qualify a new supplier, and part of the RFQ document includes forecasted volume information. Franck should request and receive signed Quantum-approved NDAs back from each supplier before the RFQ document is released.

You work in the payroll department and are preparing income tax documentation for all team members, which includes names and national individual identification numbers. Because you handle that type of information, you must ensure that your Quantum computer and email accounts have been encrypted. In addition, you may not copy the information to your laptop or other portable storage medium, send it to a non-Quantum email account, or physically remove it from a Quantum facility in an unencrypted format. You should also avoid storing sensitive or confidential information, even if it is encrypted, outside of a Quantum network location whenever possible.

Luis is responsible for a key part of Quantum's next generation product software and has found some open source code that he thinks would help resolve an error he hasn't been able to fix on his own. Luis should review the terms of the open source license agreement with Quantum's legal department before integrating the code to ensure we can comply with its usage and distribution terms.

You work in HR and, although you are not directly involved in the administration of Quantum's benefit plans, you occasionally receive information and questions about team member medical conditions. You should not provide the information and refer any questions only to the people at Quantum who are responsible for benefits administration, as handling it yourself or sharing information with someone else could be a violation of medical privacy laws.

Quantum Values

ACCOUNTABILITY



ANTITRUST AND FAIR COMPETITION

We strictly adhere to applicable antitrust and fair competition laws. While these laws are complex and difficult to summarize, they generally focus on behavior or agreements that affect prices, terms or conditions of sale, or fair competition. Antitrust laws are enforced vigorously and violations may result in substantial financial penalties and long prison sentences for those involved.

We are also mindful of how market intelligence is collected. It is fine to pick up handouts at a trade show, attend seminars, or rely on other publicly available information. However, even in public settings such as trade shows, we must be cautious about having contact with competitors, as these events are often scrutinized by regulators for anticompetitive behavior. Whenever we receive competitive information or documents, we should note where, when, and how they were obtained so that we can prove we received them properly. As a general rule, we should avoid all non-public sources of competitive information.

CONTRACT MATTERS

We properly review contracts, which can raise numerous issues if they are handled inappropriately. Generally, we should:

- Consider the need for a contract anytime we are working with a third party and always involve the legal department in contract negotiations;
- Not deviate from standard contract terms without the approval of the legal department;
- Ensure that contracts are in writing, complete, and properly authorized; and
- Avoid using memoranda of understanding and letters of intent wherever possible.

Contracts should always be approved by the legal department and signed in accordance with Quantum's Signature Authority Policy. More information about contracting practices is provided by Quantum's Contracts Policy, which is available on myQ.

Government Contracts

We respect government requirements. When we work with any government body (including national, state, or local divisions), there are a number of special contractual requirements and policies that may apply. We should identify and review these requirements with the legal department to ensure that Quantum is able to adhere to them. Similarly, when we are involved in bid and proposal preparations or negotiations with government bodies, we should be certain that all statements, communications, certifications, and representations we make are truthful in every respect.

Side Deals

We do not make side deals, which are special arrangements, especially relating to sales, that are not documented and approved by the legal and finance departments. Side deals include oral or written communications attempting to change the basic terms of an agreement and can create significant revenue recognition and regulatory compliance problems. As a result, they are strictly prohibited. Anyone who discusses or enters into a side deal with a third party may be subject to disciplinary action, up to and including termination. Because of the implications of side deals, the legal and finance departments should be involved in any discussions regarding use of non-standard contract terms.

High Road Checkpoint

We should be aware of the implications of antitrust and fair competition laws in the US and abroad. Some basic antitrust guidelines are that we must avoid:

- Sharing information about pricing, costs, sales territories, customer allocations, strategies, or other important market factors with competitors;
- Creating differences in pricing or other important business terms among customers, or refusing to do business with a third party, without firm business justification for doing so; or
- Tying a customer or supplier transaction to another, separate transaction for a different product.



ENVIRONMENTAL HEALTH AND SAFETY

We are dedicated to designing and making our products in a manner that conserves the environment and protects the safety and health of Quantum team members, customers, suppliers, competitors, stakeholders, and communities. We all must comply with corporate standards and applicable environmental, health, and safety requirements.

INTERNAL CONTROLS AND REVENUE RECOGNITION

We comply with internal controls, which govern how we perform and document business transactions. We must adhere to Quantum's finance and internal control structure, including our revenue recognition policy, at all times. In addition, if we are asked to represent that we are in compliance with those requirements, we must do so honestly and with full disclosure of any situations that might conflict with internal control procedures.

INTERNAL INVESTIGATIONS

We conduct investigations responsibly. There are certain groups within Quantum that are tasked with handling internal investigations. Depending on the circumstances of the investigation, this could include the finance, HR, legal, or internal audit departments, or the ethics committee. If you are concerned about behavior you have witnessed or believe is occurring, tell someone who can investigate it appropriately. You should never attempt to handle an internal investigation on your own or without appropriate guidance. More information about how to report concerns can be found in the Seeking Guidance and Reporting Concerns of this document.

LEGAL NOTICES AND INQUIRIES

We appropriately manage external legal requests, and should immediately notify the legal department of any legal notice, government inquiry, investigation, audit, or inquiry from outside attorneys. All press inquiries or requests for comment should be directed to the corporate communications department.

MEETING IMPORT AND EXPORT REQUIREMENTS

We strictly follow trade compliance requirements. Import or export control restrictions apply to most of our products and technical information. As a result, all of us, including temporary team members and contractors, must comply with applicable Quantum policies, trade programs, and government regulations, particularly when we:

- Import or export products, equipment, technology, or software;
- Make software available for download to people outside of Quantum;
- Work with or communicate technical data outside the US or to non-US citizens inside the US;
- Transport or ship Quantum equipment, computers, or software between countries, including when we travel;
- Develop or offer new products; or
- Establish new relationships with supply chain partners.

We should always consult the import/export department with questions about the application of import and export requirements.

High Road Checkpoint

We must accurately reflect our business expenses on expense reports. It is never acceptable to expense personal charges, fabricate expenses or receipts, miscategorize charges to make them seem business-related, or attempt to compensate for previous expenses for which we did not seek reimbursement.



POLITICAL CONTRIBUTIONS AND ACTIVITIES

We are politically neutral. Corporate contributions to political candidates or causes are illegal in many jurisdictions. We may not use Quantum assets (including Quantum premises, equipment, or team member work time) for any political candidate, party, or campaign without prior written approval from the legal department, and never in connection with any federal election activity.

PUBLIC REPORTING AND COMMUNICATIONS

We represent Quantum well. Before speaking publicly on behalf of Quantum (such as at a conference or trade show or by giving an interview), we should obtain approval from the corporate communications department, and the communications and legal teams will need to review and approve all presentation materials. In addition, we must take careful precautions not to seem to represent Quantum's corporate opinion and be clear that the views we express are our own. We should also avoid discussing private, confidential, or inside company information with people outside of Quantum, even if it is presented as an opinion rather than fact.

Those of us involved in Quantum's public communication processes, or in the preparation or review of securities filings, must ensure that the information promotes full, fair, accurate, timely, and understandable disclosure. Beyond that, special rules govern communications between Quantum and securities market professionals (such as financial analysts and investment advisers) and shareholders. Only Quantum's chief executive officer, chief financial officer, investor relations personnel, or other authorized spokespeople may conduct such communications.

It is also important to remember that most online public forums, newsgroups, chat rooms, or other services are not anonymous. Anything we say is a reflection of Quantum, so we must exercise good judgment and restraint when using electronic communications.

RECORDS MANAGEMENT

We record Quantum information accurately and completely. Once business records are created, we must retain and dispose of them in a manner that is consistent with Quantum's Records Retention program and any applicable litigation holds. More information regarding Quantum's Records Retention program is available on myQ.

Resources

- myQ Ethics and Compliance site
- www.ethicspoint.com
- ethics.committee@quantum.com
- compliance@quantum.com



Examples of Accountability

Sales, Marketing, and Service

Operations

Finance / IT

Engineering

Corporate

Contract Matters



You are a sales manager subject to strong sales targets and have been told that if you do not hit your targets this quarter, you will be fired. It is the last day of the quarter and you are still €500,000 short. The new IT manager at TechDesk is one of your friends and is considering ordering a lot of products, but does not have the budget to pay for them yet. Without approval, you tell him that Quantum is running a special deal that would allow him to defer payment for three months. He places the order based on those terms. Your agreement with TechDesk may be considered a side deal, and you may be subject to disciplinary action.

Harry is qualifying possible new suppliers for an important product component. Three of the suppliers have agreed to use Quantum's standard supplier agreement, but Custom Components will only sell its components under the terms of its own agreements. Custom Components has the lowest price and is closest to Quantum's manufacturing location, but Harry should provide the agreement to Quantum's legal department for review prior to agreeing to move forward with the company.

You work in IT and are negotiating an agreement with an external vendor. The agreement is short and explains what the vendor will be doing and the fees that will be charged. The vendor has indicated that because of the relatively low fee Quantum will pay, it can only accept very limited liability for any problems with the services performed. Before you agree to accept those terms, you should ensure the legal department reviews the agreement to determine if Quantum can agree to the liability limitation.

Kim has been asked to hire a consultant to help with the design of a new component to be used in many Quantum products. The consultant has provided a service agreement that gives him the intellectual property rights to any designs he creates or reviews. Kim is in a hurry to hire the consultant and signs the agreement as it is. The consultant finishes the component design and then sues Quantum for infringement when the products including it begin to ship. If Kim had contacted the legal department before signing the agreement, the litigation with the consultant could have been avoided.

You work in the legal department but usually are not involved in contract negotiations. However, you are working with a new legal service provider. The contract the provider has proposed seems reasonable to you, but you should be sure to review it with an attorney before it is signed.

Meeting Import and Export Requirements



Ruby is coordinating Quantum's participation in a tradeshow in China. One of the products requires a license to be exported to China. Ruby knows that Quantum does not have the license, but she also knows that it is very important to include the product in the show. Ruby thinks that since the product will only be in China for a few days, the export license isn't necessary. Despite this, Ruby should contact Quantum's import/export department to determine whether the license requirement is applicable before proceeding.

You are working on transitioning a production line from an outsourced supplier to a Quantum facility. The duties that apply to the shipment are very high because of the way the equipment is valued. You think Quantum can save money by using lower equipment valuations. You must get approval from the import/export department prior to making any changes to the equipment values that are declared.

Jamal is working on a project to facilitate online delivery of Quantum software products, which should allow customers to download the software and future updates very quickly. This download capability is intended to be available to customers worldwide and would eliminate the need to ship software media. Jamal should be sure to check with the import/export team prior to launching the online delivery solution to ensure that applicable import/export restrictions are addressed.

You are developing a new data encryption feature for Quantum products that will be shipped worldwide. You are extremely busy with this feature and are tempted to ignore the request for information that the import/export team has sent you. However, product encryption can be subject to numerous import/export controls and license requirements, so it is very important that you provide the requested information to ensure that the impacted products will be allowed to ship on schedule.

Allie is a manager in HR and is helping recruit some engineers from another country to work in San Jose for a year. The engineers will gain detailed knowledge about Quantum's software technology during their stay. Because US export controls may apply to the release of technology to people born outside the US, Allie should work with the import/export team to ensure any applicable requirements are appropriately addressed.

Records Management



You are a field engineer assigned to a high profile corporate customer who has sent you a number of emails about problems with their Quantum products. The customer ultimately sues Quantum for failing to fix the products within its desired timeframe. You must ensure the legal department is provided with copies of the emails you received from the customer about the product problems.

Beth works in shipping and has run out of room in her filing cabinets. She is responsible for keeping the records for shipments leaving Colorado Springs but thinks that she really only needs to have files from the last two years on site. Beth should contact the legal department for assistance to determine if her older files can be moved off site.

You have been tasked with reducing the cost associated with Quantum's data backup procedures, and you think that reducing the number of tapes sent to offsite storage would help with that. You should ensure that any changes you want to make to the backup procedures do not violate the expectations of Quantum's Records Retention Program.

Edward is a key design engineer who often works long hours outside of his Quantum office space. To facilitate working from multiple locations, Edward finds it is easiest to store all of his engineering work on his laptop hard drive rather than a network location. One day, Edward's car is burglarized and his laptop is stolen. All of Edward's work is lost because he did not store it on a network location where it could be appropriately retained.

You are part of a team handling the closure of a facility Quantum no longer uses. You find multiple filing cabinets full of old records. You would prefer to just send them all offsite or throw them all away so you don't have to go through them. However, the records should be handled as described in Quantum's Records Retention Program.

Quantum Values

EXCELLENCE and
TEAMWORK



SECURITY PROCEDURES

We operate in a safe and secure environment. We all have the responsibility to follow Quantum’s personnel-, facility-, and supply chain-related security procedures, and to raise any concerns about behavior that might compromise individual or site security.

SUPPLIER CODE OF CONDUCT

We support business partner compliance. As part of our commitment to maintaining high standards for ethical business conduct, we encourage Quantum suppliers to adopt their own codes of conduct if they haven’t done so already. When we work with suppliers or vendors, we should be sure to support Quantum’s adherence to *The High Road* by promoting Quantum’s supplier compliance requirements. Contact the legal department with any questions about these requirements.

Examples of Excellence and Teamwork

	Sales, Marketing, and Service	Operations	Finance / IT	Engineering	Corporate
Security Procedures 	<p>Thomas is a sales manager holding a large customer presentation at a Quantum site. Thomas wants to issue each of the attendees security badges so they can move freely between different portions of the building without being escorted. However, he does not want them to go through Quantum’s normal background check process because he thinks it will look like we don’t trust them. Thomas should adhere to Quantum’s facility security procedures and ensure that visitors who have not received an approved background check are escorted at all times.</p>	<p>You work in the shipping and receiving area. One day, a new delivery driver arrives and asks to use the restroom while you unload the truck. The driver does not look familiar to you and does not have a visible ID badge. You should ask a coworker to provide an escort for the driver or escort him yourself if no one else is available.</p>	<p>Michelle is a systems administrator who normally spends a lot of time in the data center. One day, the room is unusually warm. Michelle notifies her boss that there might be a problem with the temperature control and props open the data center doors to help it cool down. Michelle leaves for lunch without closing the doors. She should have either closed the doors and asked someone to monitor the room temperature or found someone else to be in the data center while she was gone. It is a violation of Quantum security guidelines to leave data center doors unlocked.</p>	<p>You run a lab at a remote office. After a long weekend, you discover that the lab has been burglarized and a number of hard drives are missing. You should notify Quantum’s security control center and provide any information requested about the incident.</p>	<p>William is terminating a team member. The team member becomes very upset and threatens to make William pay. William is concerned and decides the best thing to do is to post signs by all the doors with a picture of the team member and a notice that he is dangerous and should not be allowed into the building. The team member sees one of the signs and sues Quantum for defamation. William should have notified the HR and security departments about the situation and asked them for assistance rather than trying to handle it on his own.</p>
Supplier Code of Conduct 	<p>You manage a third party maintainer who services Quantum products in remote foreign locations. Quantum has asked the TPM for some information about its compliance program, which it does not want to provide. You are expected to support Quantum’s effort to collect information applicable to Quantum’s supplier code of conduct and should work with the TPM to obtain the requested information.</p>	<p>Heather is the commodity manager responsible for obtaining input for a supplier QBR. The supplier has traditionally ignored Quantum’s requests for compliance information and will only commit to not breaking any laws. Heather should ensure the QBR score reflects that position and identifies opportunities to improve the score by providing the requested information.</p>	<p>You receive an invoice from a subcontractor Quantum used on a project for a government customer. You notice that the invoice includes a line item for “prime contractor investment recovery.” You should work with Quantum’s compliance resources to confirm that the subcontractor’s invoice does not violate government contracting requirements or Quantum’s supplier code of conduct.</p>	<p>Lucas has been qualifying a part that will be used in products shipped around the world. The supplier has declared that the part is compliant with applicable environmental restrictions but Lucas is concerned about the accuracy of the information. The supplier tells Lucas that double checking the information will increase the cost of the part, and he knows that cost management is a key factor for his team. Despite that, Lucas should still contact Environmental Health & Safety for help.</p>	<p>You work in the legal department and are negotiating an agreement with a new outsourced manufacturing partner, who is refusing to agree to comply with Quantum’s anticorruption requirements. You should ensure that the partner’s refusal of that provision is escalated appropriately so it can be addressed before the agreement is signed.</p>

Seeking Guidance and Reporting Concerns

All members of the Quantum Team are accountable for complying with the provisions of this document.

Everyone is responsible for adherence to *The High Road.*



ASSISTANCE RESOURCES

If you have a question about *The High Road*, encounter a situation not covered by these guidelines, or believe you are aware of a violation of any provision of this document or of any applicable law, rule, or regulation, you are expected to raise the question with your management, your local compliance representative, your HR business partner, or the legal department. However, if it is not practical or comfortable for you to use one of those channels, you should contact the ethics committee or EthicsPoint for guidance.

Ethics Committee

Quantum's ethics committee is comprised of leadership from the finance, HR, and legal organizations and is available to address any questions about *The High Road* and to review, investigate, and respond to reported concerns. The ethics committee can be reached at ethics.committee@quantum.com or compliance@quantum.com or by directly contacting any of its members, which are identified on myQ.

EthicsPoint Service

We maintain a confidential and anonymous reporting service through EthicsPoint. EthicsPoint is operated by an external vendor with professionals trained to take calls in confidence and to relay concerns to the appropriate people for handling. EthicsPoint can be reached by phone at 866-ETHICSP (866-384-4277) or at www.ethicspoint.com. Local phone numbers for many countries are also available, as listed below:

Australia	800-339276
Belgium	0800-77004
Brazil	0800-8911667
Canada	866-384-4277
China (Northern)	10-800-712-1239
China (Southern)	10-800-120-1239
France	0800-902500
Germany	0800-1016582
Hong Kong	800-964214
Hungary	06-800-17199
India	000-800-100-1071
Italy	800-786907
Japan	0044-22-11-2505
Korea	00308-110-480
Malaysia	800-80-8641
Mexico	001-800-840-790 or 001-866-737-6850
Russia	8-10-8002-6053011
Singapore	800-1204201
Spain	900-991498
Sweden	020-79-8729
Switzerland	0800-562907
United Kingdom	08-00328483

Laws in some countries restrict the use of external reporting hotlines to a small set of topics, generally involving financial fraud. Anyone in those countries or reporting a concern about activities occurring there is strongly encouraged to address his or her questions or concerns through one of the other reporting methods that we provide. We also understand that laws in certain countries might prevent equal enforcement of all of the provisions in this document. In those places, Quantum recognizes that *The High Road* might be limited in scope and respects the presence of local regulation.

ATTORNEY-CLIENT PRIVILEGE

The attorney–client privilege can help Quantum to more effectively obtain legal advice by reducing the risk that confidential legal communications can be used against us in later disputes. The privilege allows a client to consult with an attorney for the purpose of obtaining legal assistance, and protects most confidential client communications in support of that process.

To effectively protect this privilege, when raising a potentially sensitive legal issue, we should:

- Direct the inquiry or concern to a Quantum attorney;
- Avoid copying any third parties or discussing the communication with others; and
- Label the communication as “attorney-client privileged.”

NO RETALIATION OR MALICIOUS REPORTING

We expect the good faith reporting of violations of any provision of *The High Road* or any applicable law, rule, or regulation. In support of that, we will not tolerate acts of retaliation or retribution against anyone who makes a good faith report. Confirmed retaliatory acts may result in disciplinary action, up to and including termination of employment or the business relationship. Anyone who intentionally provides misleading or false information regarding violations or during any investigation process may likewise be subject to disciplinary action.

ENFORCEMENT AND RESPONSE TO VIOLATIONS

Quantum will investigate any reports of potential ethics or compliance violations and may take disciplinary action against any team member, officer, director, contractor, or consultant whose actions have been found to violate any provision of this document or any applicable law, rule, or regulation. In the event of such a violation, Quantum’s Board of Directors (or its appointed representatives, including the ethics committee) will determine any appropriate actions to be taken, which will be reasonably designed to deter wrongdoing and to promote compliance accountability, and may include written notices or censure, suspension with or without pay, or termination with or without cause.

No Retaliation

Quantum will not tolerate retaliation against anyone who makes a good faith report about an ethics or compliance concern



My Personal COMMITMENT to INTEGRITY

I acknowledge that I have received and read *The High Road – Quantum’s Code of Business Conduct and Ethics*, and understand that I am required to comply with its policies.

If I have a concern about a possible violation of *The High Road*, I am expected to identify it in a timely manner through one of the reporting channels that Quantum provides.

Name

Employee Number

Signature

Date



January 2014

The High Road



BE CERTAIN

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