

CORPORATE GOVERNANCE AND NOMINATING COMMITTEE CHARTER

As Adopted by the Board of Directors Effective August 16, 2022

Purpose

The purpose of the Corporate Governance and Nominating Committee (the Committee) of the Board of Directors (the Board) of Quantum Corporation (the Company) shall be:

1. To identify, evaluate, recruit and recommend to the Board individuals qualified to be Board members for consideration and approval;
2. To develop and recommend to the Board a set of corporate governance principles applicable to the Company; and
3. To oversee matters of corporate governance, including environmental and social governance (ESG) matters relevant to the Company.

Membership and Organization

The Committee shall consist of at least three Board members, with the exact number determined by the Board. The Board, having given consideration to the recommendations, if any, from the Committee, shall appoint Committee members from time to time but not less than annually at its first meeting following the annual shareholder meeting. Also having given consideration to the recommendation, if any from the Committee, the Board shall designate a Committee Chair. If the Board does not designate a Chair, the Committee members may designate a Chair by a majority vote. The Chair (or in his or her absence, a member designated by the Chair) shall preside at all Committee meetings.

Committee members may be removed, without cause and at any time, by the affirmative vote of a majority of the Board. Any Committee member may resign effective upon giving oral or written notice to the Board, its Chair, or the Corporate Secretary (unless the notice specifies a later time for the effectiveness of such resignation).

Each member of the Committee shall meet the independence standards established from time to time by the Nasdaq Stock Market (Nasdaq) and the Securities and Exchange Commission (the SEC) and applicable to the Committee. Any exemptions from the independence requirements set forth in such rules and regulations shall also be applicable to Committee members, as well as any independence standards that may be established from time to time by the Board or Committee.

Resources and Authority

The Committee shall have the resources and appropriate authority, without seeking Board approval, to discharge its duties and responsibilities, including the authority to select, retain, terminate, and approve the fees and other retention terms of outside search firms and other consultants or advisors to assist the Committee or a member of the Committee engaged in conducting the Committee's duties and responsibilities as it deems appropriate. The Committee may request any director, officer or employee of the Company, the Company's outside counsel or

independent auditors or such other persons as it deems appropriate to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee. The Committee may also exclude from its meetings any persons it deems appropriate in order to carry out its responsibilities. The Committee shall have full access to all Company books, records, facilities and personnel in connection with the discharge of its responsibilities.

Delegation to Subcommittee

The Committee may form and delegate authority to subcommittees consisting of one or more Committee members when appropriate, as provided in the resolutions of the Committee, except to the extent such delegation is limited by applicable law, regulation or listing standard. The actions of any such subcommittee shall be presented to the full Committee at the next scheduled Committee meeting.

Duties and Responsibilities

In addition to the foregoing, the following shall be the common recurring duties and responsibilities of the Committee in carrying out its oversight function. These duties and responsibilities are set forth below as a guide to the Committee with the understanding that it may alter or supplement them as appropriate under the circumstances to the extent permitted by applicable law, regulation or listing standard.

The Committee shall:

1. Assume a leadership role for the development of the Company's approach to corporate governance issues.
2. Develop and recommend to the Board corporate governance principles applicable to the Company and thereafter periodically review and recommend to the Board any changes the Committee deems appropriate.
3. Evaluate and make recommendations regarding the size and composition of the Board.
4. Make recommendations to the Board regarding the composition of Board committee and each committee Chair, with consideration of the desires of individual Board members.
5. Evaluate candidates for nomination to the Board, including those recommended by shareholders, based on criteria set forth in the Company's Corporate Governance Principles.
6. Establish procedures for the submission and consideration of shareholder-recommended candidates for nomination to the Board.
7. Identify, evaluate, recruit and recommend to the Board for consideration and approval the nominees of the Board for election as directors at the annual shareholder meeting or to fill vacancies on the Board.
8. Oversee the self-evaluation process of the Board and each of its committees.
9. Annually review and make recommendations to the Board regarding the Certificate of Incorporation and Bylaws of the Company and the charters of other Board committees as may then be in effect.
10. Develop and recommend to the Board the qualification standards for directors and committee members, including defining specific criteria for independence. The Committee shall also monitor compliance with Board and Committee membership criteria, and from time to time or as necessary recommend to the Board any changes deemed appropriate by the Committee.
11. Evaluate service by a member of the Board on other boards and approve any such services if and to the extent it would result in such member serving on more than five public company boards.
12. Oversee the work of the Chief Compliance Officer (the CCO), and work with the CCO to evaluate and define the goals of the Company's Corporate Governance Principles and related programs, and the Company's compliance with those principles and programs.

13. Review and discuss with management, ESG efforts that management has implemented to monitor and address the Company's ESG impact.
14. Review and reassess the adequacy of this Charter annually at its first meeting following the annual shareholder meeting and recommend any proposed changes to the Board. The Committee also shall annually evaluate and report to the Board its performance with respect to its duties and responsibilities set forth in this Charter. The self-assessment shall be conducted in such manner as the Committee deems appropriate.
15. Review and reassess annually at its first meeting following the annual shareholder meeting the adequacy of the Audit Committee and Leadership and Compensation Committee charters, the Insider Trading Policy, and any such other charters and policies as the Board shall determine, and recommend any proposed changes to the Board.
16. Review and discuss with management disclosure of the Company's corporate governance practices, including information regarding the operations of the Committee and other Board committees, director independence, and the director nominations process, and recommend that this disclosure be included in the Company's proxy statement or annual report on Form 10-K, as applicable.
17. Discuss with management, as appropriate, ESG policies, programs, practices, and reports, including sustainability, environmental protection, community and social responsibility, and human rights.
18. Regularly report to the Board on the Committee's activities.