

Memorex Corporation

San Tomas at Central Expressway
Santa Clara, California 95052

MEMOREX

May 7, 1974

Dear Shareholder:

You are cordially invited to attend our 1974 Annual Meeting of Shareholders which will be held at the Company's principal office San Tomas at Central Expressway, Santa Clara, California, on Thursday, June 20, 1974, at 10:00 o'clock A.M. California time.

The Annual Report for the Year 1973 is enclosed herewith. At the shareholders' meeting, we shall discuss in more detail the subjects covered in the Annual Report, as well as other matters of interest to shareholders.

The enclosed proxy statement explains the items of business to come formally before the meeting. As a shareholder, it is in your best interests to express your views on these matters by signing and returning your proxy in the enclosed envelope, which requires no stamp if mailed in the United States. This will ensure the voting of your shares if you do not attend the meeting. If you do attend the meeting, you may, of course, still vote in person if you so choose.

Sincerely,

Robert C. Wilson