

Memorex Corporation

San Tomas at Central Expressway
Santa Clara, California 95052
(408) 987-1000

March 1, 1977

Dear Shareholder:

You are cordially invited to attend our 1977 Annual Meeting of Shareholders which will be held at the Mediterranean Center of the San Jose Hyatt House in San Jose, California, on Thursday, April 28, 1977, at 10:00 a.m.

The Annual Report for the Year 1976 is enclosed. 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
President and Chairman
of the Board

MEMOREX