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November 22, 2011

Technical Director  
Financial Accounting Standards Board  
401 Merritt 7  
P.O. Box 5116  
Norwalk, CT 06856-5116

Re: File Reference No. 2011-240

Dear Sir/Madam:

SanDisk Corporation appreciates the opportunity to provide our views on the Proposed FASB Accounting Standards Update, *Comprehensive Income* (Deferral of the Effective Date for Amendments to the Presentation of Reclassifications of Items Out of Accumulated Other Comprehensive Income in Accounting Standard Update No.2011-05). We support the Board's decision on the deferral.

SanDisk, a global technology company, is the inventor and largest supplier of NAND flash storage card products. Our products are used in a variety of large markets, and we distribute our products globally through retail and original equipment manufacturer channels. We incur other comprehensive income through our regular business course, which includes gain/loss on derivatives held as cash flow hedges, gain/loss on foreign investment, foreign currency translation adjustments and gain/loss on marketable securities.

We understand the Board's aim to issue ASU No. 2011-05 is to help investors to better understand a company's results of operations and to improve the comparability of financial reporting. We feel the requirement to measure and present reclassification adjustments from other comprehensive income by income statement line item in net income and also in other comprehensive income does not contribute to the achievement of the above stated aim. Thus we support the deferral of this requirement and in addition we believe the Board should reconsider this requirement for the following reasons:

- Some investors believe that this requirement will provide greater clarity on the effect of reclassifications on net income; however, we believe this additional presentation requirement will result in a cluttered income statement and create unnecessary complexity and hence distract investors from focusing on the more important operational results. For example, if a company utilizes derivatives as cash flow hedges, it could possibly affect cost of goods sold and every category of operating expenses, which will result in the addition of multiple line items for all the affected areas.

- One of the stated aims of the FASB in issuing its new standard is to enhance comparability between entities that report under US GAAP and those that report under IFRS. The requirement for companies to present items of net income and other comprehensive income in one continuous statement or in two separate, but consecutive, statements serves the purpose while the requirement to present reclassifications of OCI on the face of the income statement is contrary to this since the new IASB standard did not include a similar requirement.
- We also believe this new requirement will incur additional cost for us to develop more system tracking and manual procedures to track by income statement line item the impact of all OCI adjustments. For example, one hedge contract can affect multiple lines in the P&L. In order to fulfill this new requirement, we will have to set up either separate contracts or set up certain processes to track them.

Overall, we believe that the cost to implement this new requirement outweighs the benefit it can achieve. We believe the financial statement footnotes are the more appropriate place to disclose the details of reclassifications of AOCI between other comprehensive income and net income. We hope the Board can come to the same conclusion after the re-deliberation.

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We thank you for providing us with the opportunity to provide our comments on the Proposed Accounting Standards Update. You can reach me directly at (408) 801-1856 to discuss these issues further.

Sincerely,



Donald F. Robertson, Jr.  
Vice President, Chief Accounting Officer  
SanDisk Corporation

CC: Judy Bruner, Executive Vice President, Administration and Chief Financial Officer