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Record Group/Collection: George H.W. Bush Presidential Records
Collection/Office of Origin: Speechwriting, White House Office of
Series: Speech File Backup Files
Subseries: Chron File, 1989-1993

OA/ID Number: 13823
Folder ID Number: 13823-006

Folder Title:
Outlook Graphics--Wisconsin 7/27/92 [OA 7577] [2]

Stack:	Row:	Section:	Shelf:	Position:
G	26	22	6	6

OUTLOOK GRAPHICS IN NEENAH WISC

--co prints boxes, baseball cards, football cards, special Desert Storm Cards (pictures of POTUS), will present POTUS with a framed sheet of the Desert Storm Cards

--contact: Pres. Dave Erdmann or asst John Wiley (414)722-2333

--Fox Cities Chamber of Commerce: Greg Hunt (414)734-7171

--Scot Schmuoller from Wisc Dept of Admin overseeing the apprenticeship (608)267-2704 or Jim Milslagle of Banta co. (414)722-7777.

--youth apprent prog : take kids from vocational and technical schools, not going to college, etc, have them working in places like this 3 days a week then going to votech 2 days a week

--problem: they're not even starting yet, kids starting to train on machines early....Can't say it's already been a success...need to talk about its promise.

--this area has had a lot of growth...but people they're selling to are cutting back

THE WHITE HOUSE
WASHINGTON

July 24, 1992

INFORMATION

MEMORANDUM FOR THE PRESIDENT

THROUGH: STEVEN PROVOST *Me 9 for SP*
FROM: ANDREW FERGUSON *af*
SUBJECT: OUTLOOK GRAPHICS
NEENAH, WISCONSIN

I. SUMMARY

On Monday, July 27, at 2:00 p.m., you will deliver remarks (17 minutes, on prompter) to approximately 700 employees of Outlook Graphics Corporation.

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(Provost/Ferguson/Grossman)
July 24, 1992
WISCONSIN
Draft Two

PRESIDENTIAL REMARKS: OUTLOOK GRAPHICS
NEENAH, WISCONSIN
JULY 27, 1992
2:00 PM

Thank you and good afternoon everyone.

(Acknowledgments)

It's a great pleasure to be here. For any sports fan, it's a thrill to be with the producers of America's sports trading cards. ((And for me it's a little humbling. I don't dare ask you how many hundreds of George Bush cards you have to trade to get even one Michael Jordan.))

I've come here to talk a little bit about our future ... about the kind of nation we want for ourselves ... and our children. The world has undergone remarkable changes the past few years. Today our kids worry about the usual things ... about school, friends, about such earth-shattering questions as ... where can I get an Olympic "Dream Team" card. But I can tell you one thing they don't worry about any more -- one thing they might have worried about just a short while ago ... the spectre of nuclear war.

Today ... America is safer than ever before. Safer than we were a decade ago. Safer than we were a year ago. Safer than we were just a few weeks ago ... when I sat down with Boris Yeltsin and agreed to eliminate some of the most dangerous nuclear weapons on earth.

Now that we have changed the world ... it is high time to change America. Time to turn our attention to pressing challenges like how to give a pink slip to our slow-growth economy. How to make America's families more like the Waltons, and less like the Simpsons. And how to take back our streets from the crack dealers and the criminals.

This election year, we are told, is about how we can change to meet these challenges. But this election is not just about change, because change has a flip side. It's called trust. When you get down to it, this election will be like every other. When you go into that voting booth and pull the curtain behind you: "trust" matters.

And that's the way it should be. Many times, in the White House late at night, the phone rings. Usually it's a young aide double-checking the next day's schedule. But occasionally, it's another voice -- more serious, solemn -- carrying news of a coup in a powerful country, or the invasion of an ally halfway around the world. The American people need to know that the man who answers that phone has the experience, the seasoning, to do the right thing.

That's trust in the traditional sense. But people who've spent their lives in government forget that trust is more even than that. I'm a Texan -- raised my children there, built my business there. I've learned that our country's heartbeat can be felt in places like Neenah, Wisconsin ... not Washington, D.C.

And so I stake my claim on a simple philosophy: to lead a great nation you must first trust the people you lead.

If you look at almost every important issue we face ... you see a clear choice -- a choice between those who put their faith in average Americans --- and those who put their faith in government.

Let me explain what I mean. Starting with the basics -- home and family.

The most difficult question many parents face is --- "who will care for the kids while we're working?" A few years ago, Washington wanted to help, but their idea was to rock the cradle with the heavy hand of bureaucracy. All the plans boiled down to creating some new kind of government apparatus, like a Pentagon for child care.

I fought for a different approach ... and won. Our landmark legislation allows parents -- not the government -- to decide whether your children are cared for in school, a relative's home, or church.

When it comes to raising children, I say: why not trust the people?

What about our education system? To renew America we must renew our schools, we all know this, but money alone won't do it. We already spend more money per student than almost any other country; and our kids still rank near the bottom in crucial subjects like math and science. Again: a lot of ideas floating around, most of them to pump more tax money into the same system.

I say try something different. Open up schools to competition, and trust you to decide whether you want your kids to learn in a public school, a private school or a religious school.

When it comes to education, again I say: "why not trust the people?"

What about government regulation? Sure, some of it is necessary, even essential. But if you believe that there is a government solution to every problem, an alphabet agency for every issue, than you look at regulation not as a necessary evil, but as a necessary way to rein in people's evil tendencies. The results can be crazy, as this story proves.

The time had come recently for a government agency to update its rules on hard hats. That's right: hard hats. And someone in that agency stumbled upon a potential national crisis --- workers being infected from hard hats. The alarms went off. The bureaucratic blood boiled. One small fact was overlooked. There wasn't a single documented case, anywhere in the United States, of anyone getting infected from someone else's hard hat.

That didn't deter the bureaucrat. So with the best of intentions, the rule was written: every hard hat must be disinfected before one worker passed it to another. Estimated cost to business: \$13 million a year. Measurable benefit: slightly less than zero.

Luckily, this story has a happy ending, but only because we were there to give it one. We found the regulation before it hit

the books, and said: we think America can survive without this particular hard hat regulation.

But can you imagine what might have happened if these enterprising regulators had made their way into the vast, unregulated territory of lunch pails and thermos bottles?//

Some believe the solution to our problems is more government regulation. I take a different view. I've put a moratorium on new federal regulations, to give businesses like this one room to breathe, and grow and create jobs.

On child care, education, regulation, it's a matter of trust --- trusting Americans to make their own choices.

The point is not to let people fend for themselves. Americans are a generous people; and government must never shirk its responsibilities. But programs have to give people a hand-up ... and trust human ingenuity to take it from there.

You'll find a good example of what government can do right here at Outlook. Last April, I challenged the nation's governors to join me in helping our young people enter the world of work. I am particularly concerned about teenagers ... who want to work ... want to learn a skill ... but may be tempted to drop out of school. True to form, Gov. Tommy Thompson is already reaching out to these young people, along with concerned businessmen and community leaders. The youth apprenticeship program will encourage these kids to complete a sound high-school education, while getting on-the-job training at companies like Outlook. This program connects education with the real world of work.

Government can help make that connection -- and I salute Gov. Thompson for helping me create a workforce that's up and ready for the challenges of the next century.

So I believe we can give Americans the tools ... and then it's a matter of trust -- trusting Americans to make their own choices. And when it comes to the most pressing issue of this election year -- revving up our economy -- forgetting this idea of trust is not just a nuisance; it can be downright dangerous.

The revolutions of the past few years herald a new era of global economic competition, with free markets from Siberia to Santiago.

Can the U.S. compete ... now that everyone is playing our game? I know we can. Despite all the criticism you've heard lately, keep in mind a few facts. We are the largest economy in the world. Inflation, the Willie Sutton who robs the middle class of dreams, has been put safely behind bars. The last time interest rates stayed this low, the Brady Bunch hadn't even started re-runs yet. Despite all the stories about our problems, our workers are still the most productive in the world -- more productive than the English, the Germans, the Japanese.

But while our economy is growing, it must grow faster. The question is: how do we do it? The other side suggests a simple two-part solution. First, jack up government spending! And then: raise taxes!

Now as you evaluate their idea, keep this in mind. Here in Wisconsin, whether you like it or not, you already work 126 days

just to pay your taxes -- before you earn a single dime to spend on your family. I don't think I have to ask -- does anyone want to go for 127?//

All this talk of spending and taxes causes me to wonder ... if the other side is a little hard of hearing. Abraham Lincoln spoke of government "of the people, by the people, for the people." But they seem to keep saying ... of the government, by the government, and for the government.

They're hard to dissuade. I'll give you a great example. In January I proposed a common-sense, comprehensive plan to get this economy moving faster, now.

The first sound of a strong economy is usually the sound of hammers pounding away at new homesites. So I proposed tax incentives to build new homes, and a \$5,000 tax break for families who want to buy their first one. Here in Wisconsin, that equals nine months of mortgage payments on the average house.

I understand that private enterprise is the horse that pulls our wagon -- no government program ever created a real job ((although government did keep Johnny Carson in business for 30 years)). So I proposed incentives for businesses to grow and hire. It's estimated those incentives would have spurred the creation of at least half a million jobs ... if they had been approved when I proposed them.

But they weren't approved. Instead, Congress sent back what you might call an "anti-trust" program. New government spending, and new taxes.

So I sent their plan back. I told them to try again. But they still haven't done anything. And it leads me to a theory. In your business, certain numbers mean something. Number 16 is Joe Montana, Number 34 is Nolan Ryan, Number 33 is Patrick Ewing. But there's another number that tells you all you need to know about what's wrong with Washington: Number 38. That's how many years the same party has had control of Congress. I say it's time to trade in old Number 38. Give me a Republican Congress so America can stay Number One.

You see ... it all comes down to a question of trust. I trust you to spend and save your money more wisely than any budget planner in Washington.

This is common sense, and I agree. But there's a certain type of person attracted to government for whom the word "trust" has a strange meaning. Most of them have spent their lives in government, and don't have much experience in the real world.

They say they want to ... "put people first." But if you look closely at what they're advocating ... the people they put first are all on a government payroll.

A leader of a free people must understand that government can not only help, it can hinder. He must have the confidence to say: "I trust you." I trust the people.//

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Thank you and God bless you, and God bless the United States of America.

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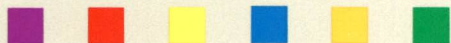
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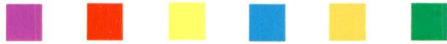


James E. Milsagle
Vice President, Human Resources



OUTLOOK GRAPHICS:
YOUR INNOVATIVE
PARTNER





OUTLOOK'S APPROACH TO GRAPHIC MARKETING SUPPORT

Outlook Graphics has done what no one else in the industry has: carved a niche as a one-stop, full service source for powerful graphic marketing support programs. By offering a complete range of integrated services and featuring state-of-the-art equipment, and the most advanced print production processes, we at Outlook have built a reputation for helping customers seize new marketing opportunities wherever they exist.

INNOVATIVE PARTNERS

As partners, we work one-on-one with our clients to build dynamic promotional marketing programs that deliver big results. From start to finish, whether a program requires printing, labeling, card converting, film overwrapping, cartoning or direct mail and fulfillment, Outlook Graphics has the complete capability under one roof.

UNSURPASSED ADVANTAGES

Our one call concept offers unsurpassed advantages. Outlook's comprehensive services are streamlined which means every job is coordinated efficiently, eliminating costly shipping between subcontractors. A central project coordinator oversees all technical production phases, making multifaceted projects a breeze. Additional advantages are realized through improved security and quality control.

CREATIVE EXCELLENCE

What really sets us apart, in addition to offering more options and services than anyone in the industry, is our commitment to innovation and creative excellence.

COMPANY PROFILE

Outlook Graphics was formed in 1977 as specialists in printing and mailing. The company experienced explosive growth and by 1983, it was named to the "Inc. 500" list of fastest growing private companies in America. In 1988, Outlook underwent a major expansion, nearly doubling its physical plant and increasing its contract packaging capabilities. In June 1990, Outlook announced an additional expansion effort.

Outlook Graphics' commitment to the industry means a constant effort to broaden production capabilities with the most advanced equipment and a continual development of technical expertise. Today, that includes various new packaging endeavors.

For the employee stockholders of Outlook Graphics, however, it is not enough for the company to evolve to meet industry's needs. Rather the company strives to develop new technologies that provide customers with new opportunities.

▼ AS EXPERTS IN THE PRODUCTION OF PRINTED PROMOTIONAL MATERIALS, OUTLOOK GRAPHICS SERVES AS A PRIMARY SUPPLIER TO OSCAR MAYER FOODS CORPORATION. IN ADDITION TO PRINTING, OSCAR MAYER RELIES ON US FOR THE ENGINEERING, MANUFACTURING, PACKAGING AND INSERTING OF SPECIALTY ITEMS — LIKE THE POLYWRAPPED LUNCHABLES™ NAPKINS — IN THEIR CONSUMER FOOD PRODUCTS. THE LUNCHABLES™ PROGRAM ILLUSTRATES THE COMBINED POWER OF INNOVATION, TECHNOLOGY AND INDUSTRY EXPERIENCE, ELEMENTS THAT SPELL SUCCESS FOR US AND OSCAR MAYER.



▶ FILM OVERWRAPPING

When it comes to film overwrapping, we understand that you can't afford to take chances on deadlines or quality. Outlook has more than 20 overwrap machines to accommodate multiple large-run jobs at one time — and on time. Our elaborate quality control system, which includes a state-of-the-art testing laboratory, uses a form of statistical process control to ensure that your job has a 99% AQL.

Our capabilities include overwrapping clear or printed film in single or continuous formats. Outlook's one-of-a-kind food grade clean room has met stringent FDA standards, assuring safety and quality. Most importantly, it has received the enthusiastic approval of many leading U.S. consumer products companies. Need to overwrap coupons, premiums, foods or product samples? At Outlook, the best is guaranteed.

◀ FOLDING CARTONS

Outlook can help you produce custom paperboard packages that make your customers sit up and take notice. Whether you want one-color printing or five-color, standard paper or heavy stock, special die cuts, gluing or crash lock bottoms, Outlook can do it all. Really want to make an impression? Consider embossing, cellophane windows or tipped-down coupons or premiums.

Trust Outlook to create a production line that includes package design, printing, die cutting, folding, gluing and inserting your product in-line. And, of course, we'll pack and ship to your distribution points, if you like. One call does it all.

▶ DIRECT MAIL & FULFILLMENT

Your product has been cartoned, your coupons printed or your premiums overwrapped. Time to ship them to the next vendor for sorting, inserting, labeling, or mailing? Not at Outlook. At our 160,000-square-foot direct mail division, Outlook is fully equipped to handle your shipping and fulfillment needs.

Outlook has made a substantial investment in high-speed, high-tech equipment to maximize your time and minimize your costs. Material collating, inserting, custom polywrapping, labeling or ink-jet addressing can be done in line to reduce handling costs. Even our centralized Midwestern location and proximity to Chicago's Bulk Mailing Center are used for your convenience and financial advantage.



SUMMARY

In an industry where speed and accuracy are essential, Outlook is committed to delivering a finished product that meets your exacting standards every time. High-tech equipment alone won't get your job done right. It takes creative people. People of integrity. People committed to quality and customer satisfaction. It takes the people of Outlook Graphics. Put your innovative partners to work for you today.

▶ GRAPHICS REPRODUCTION

Top quality marketing demands top quality printing. At Outlook, we use our creative versatility and extensive production equipment to your best advantage. We have the capabilities to produce high volume sheet fed printing in up to six colors plus varnishes and aqueous coatings. Our bindery offers intricate custom die-cutting, trimming, scoring, folding and specialty finishing.

What's exceptional about Outlook's sheet-fed printing is how it enhances our total graphics capabilities. Go ahead and use Outlook for a self-contained printing job. We compete with the best. But combine it with our on-site overwrapping, folding carton, card converting, or mailing capabilities, and you've discovered a rare treasure in the graphics industry.

▶ LABELS ▪ COUPONS VINYL CARDS ▪ P-O-S

Outlook's extensive graphic capabilities are complemented by the printed promotional products offered by our label division, Outlook Label Systems. Housed in its own 90,000 square foot facility, Outlook can create virtually any narrow-web produced piece needed.

From single and continuous coupons, to dual-ply instant redemption coupons, the options are many, including product labels, stickers, vinyl cards, point-of-sale materials and game pieces. All of these items may be enhanced by the use of scratch-off inks, sequential numbering, or custom ink-jet printing which may be available upon request. We can even take it a step further by offering complete finishing services, such as affixing cards and labels to forms.

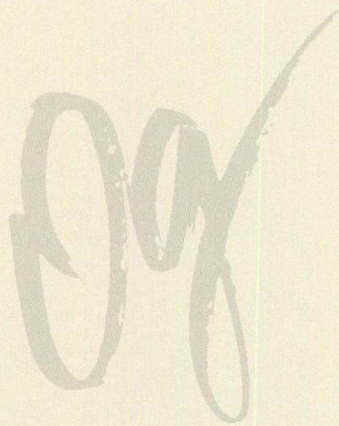
Outlook's sophisticated equipment allows us to print large quantities in a number of colors, finishes and stocks - even 12 mil vinyl. The uses — and creative possibilities — are endless.

▶ CARD CONVERTING

It's no surprise that the licensees of the NFL, NBA and Major League Baseball chose Outlook Graphics to produce their collectable sports cards. Outlook has a national reputation for producing high quality multi-color cards, wraps and displays in phenomenal quantities.

What does that mean for you? Next time you have a card converting job that requires quality printing, critical collating expertise and eye-catching packaging, remember Outlook Graphics.





OUTLOOK GRAPHICS CORP.
1180 AMERICAN DRIVE
NEENAH, WISCONSIN 54956
414-722-2333
(FAX) 414-727-4787

OUTLOOK LABEL SYSTEMS
2411 INDUSTRIAL DRIVE
NEENAH, WISCONSIN 54957-0775
414-722-1666
(FAX) 414-722-0008

o u t l o o k g r a p h i c s

■ DIRECT MAIL AND FULFILLMENT

Zaandam Wrapper ■ Kraft wrapping ■ Min. book size 3⁵/₁₆" x 3¹/₈" ■ Max. book size 11³/₄" x 15" x 1¹/₂"

Six Kirk-Rudy Labelers

Seven Inserters (Inscerco) ■ Two 6-pocket ■ Four 8-pocket ■ One 4-pocket ■ Max. envelope size 6" x 9"

One Kirk-Rudy Stamp Affixer

Two Mastermailer Inserters (Inscerco) ■ 6 pockets ■ Max. envelope size 9" x 12"

Two Pitney Bowes 6100 Meter/Stackers

Kirk-Rudy Tipper

Two Ritmica H30 High Speed Overwrappers ■ Length 4⁵/₈" to 15" ■ Width 4" to 12" ■ Height 1¹/₁₆" to 1³/₁₆"

■ In-line labeling capabilities

FMC WA 720 Overwrapper ■ Adjustable sizes ■ High-speed (production speed depends on type of product)

■ Singles, multiples, or trays ■ Length 1" to 36" ■ Width 5" to 8¹/₂" ■ Height 1¹/₁₆" to 2⁵/₈"

Two Dobby SK Super Mustang Overwrappers ■ Adjustable sizes ■ High-speed (production speed depends on type of product) ■ Singles, multiples, or trays ■ Length 4" to 15" ■ Width 5" to 8¹/₂" ■ Height up to 1¹/₂"

Uniflow ■ Shrink tunnel ■ Adjustable sizes

Weldotron Shrink Wrapper ■ Max. size 14" x 32" x 6" ■ Min. 50 gauge shrinkfilm up to 2-, 3- or 4-mil poly

Two Labelaire Pressure Sensitive Labelers

Cheshire Jetstream II Ink Jet Addressing System

■ BINDERY AND FINISHING

Herzog & Heymann Folder ■ 3 units ■ 28¹/₂" x 40"

Herzog & Heymann Pharmacy Folder ■ 2 units ■ 3¹/₄" in each station ■ In-line glue attachment

Stahl Folder ■ 3 units ■ 20" x 24"

Stahl Folder ■ 3 units ■ 22" x 35"

Stahl Folder ■ 3 units ■ 26" x 40"

Dexter Lawson Drill ■ Max. size 9" x 20" ■ 5-hole drilling

Dexter Lawson Automatic Drill ■ Max. size 10" x 15" ■ 6-hole drilling

Hang Heavy-duty Drill ■ Max. size 19" x 25" ■ 5-hole drilling

Challenge Drill

Harris Saddle Stitcher ■ 6 pockets ■ Min. 3⁵/₁₆" x 5³/₄" ■ Max. 11" x 17" ■ Cover feeder ■ Card feeder

Ten Polar 155 EMC Monitor Programmable Trimmers ■ 61" bed

Fifteen Polar 137 EMC Monitor Programmable Trimmers ■ 55" bed

Colly Collator ■ 36 stations ■ Min. 4" x 6" ■ Max. 12¹/₂" x 18¹/₂"

Two Colly Collators ■ 72 stations ■ Min. 4" x 6" ■ Max. 12¹/₂" x 18¹/₂"

Ehlermann Adjustable Collator ■ 21 stations ■ Min. size 11" x 17" ■ Max. 25" x 38"

Brackett Auto Padder ■ 6 stations

Uchiba 2000 Batch Counter ■ Max. size 26" x 40"

Baum Burster ■ Length 3" to 28" ■ Width 3" to 18¹/₂"

Graeber Whirlwind 185 Hang Tag Machine

Transamat 145 Off-loading System

Bourg Collator ■ 53 stations ■ Min. 4" x 6" ■ Max. 11" x 17"

Rollem Slipstream Slitter Collator ■ Max. sheet size 36" x 42" ■ Min. sheet size 18" x 21" ■ Finished card size 2¹/₂" x 3¹/₂"

■ DESKTOP PUBLISHING AND PRINT PRODUCTION

Three Desktop Workstations ■ Macintosh Quadra 900 ■ Macintosh IIfx ■ Macintosh LC

Software Applications ■ QuarkXPress 3.0 ■ Pagemaker 4.2 ■ Aldus Preprint 1.5 ■ Photoshop 2.0 ■ Adobe Illustrator 3.2 ■ Aldus Freehand 3.1 ■ Microsoft Word 4.0

Misomex 726 Step and Repeat Machine ■ 3 chase sizes: 32" x 32"; 16" x 20"; 11" x 14" ■ ±.0004 repeatability
■ Film or plates

■ CARD CONVERTING

The equipment and production techniques of the Graphics Reproduction, Film Overwrapping, Folding Carton, and Bindery and Finishing areas are used to provide complete card converting services.

o u t l o o k g r a p h i c s

■ GRAPHICS REPRODUCTION

Heidelberg 102 FP+L CP Tronic 5-Color Perfector Press ■ $28\frac{3}{8}" \times 40\frac{1}{8}"$ ■ Tower coater
Heidelberg 102 F CP Tronic 5-Color Press ■ $28\frac{3}{8}" \times 40\frac{1}{8}"$ ■ Tower coater
Heidelberg 102 F CP Tronic 5-Color Press ■ $28\frac{3}{8}" \times 40\frac{1}{8}"$
Two Komori Lithrone 644 6-Color Presses ■ $32\frac{9}{32}" \times 44\frac{1}{2}"$ ■ Tower coater
Komori Lithrone 640 6-Color Press ■ $28\frac{11}{32}" \times 40\frac{9}{16}"$ ■ Tower coater
Heidelberg 102 ZP 2-Color Perfector Press ■ $28\frac{3}{8}" \times 40\frac{1}{8}"$
Heidelberg MO 6-Color Press ■ $19" \times 25\frac{1}{2}"$ ■ Infrared dryer
Heidelberg MO 2-Color Press ■ $19" \times 25\frac{1}{2}"$
Halm Super Jet Envelope Perfector Press ■ 2-color ■ $12" \times 18"$
Heidelberg Cylinder Letterpress ■ $22" \times 30"$
Heidelberg Windmill Letterpress ■ $10" \times 12"$
Miehle Letterpress ■ $12" \times 18"$

■ NON-HEAT SET WEB

Webcom 4-Color Press ■ $17\frac{1}{2}" \times 22"$

■ LABELS AND COUPONS

Mark Andy 4200 ■ 8-color ■ 16"
Mark Andy 4120 ■ 8-color ■ 16"
Mark Andy 2100 ■ 10-color ■ 7"
Mark Andy 2100 ■ 6-color ■ 7"
Mark Andy 2200 ■ 6-color ■ 7"
Mark Andy 830 ■ 3-color ■ 7"
Sanjo Rotary Letterpress ■ 8-color plus varnish ■ 10"
Arpeco Tracker 16" ■ Used for splitting, rewinding, counting, and final inspection
Arpeco Tracker 10" ■ Used for splitting, rewinding, counting, and final inspection
Tamarack Card Affixer
Communicator Card and Sheet Affixer
Willette Blow-on Label Applicator
LSI Blow-on Label Applicator
Auto-Labe Wipe-on Label Applicator
Quadrel Labeler

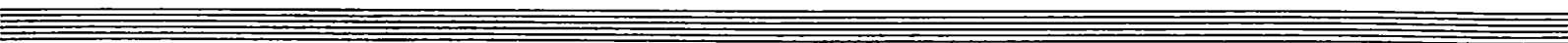
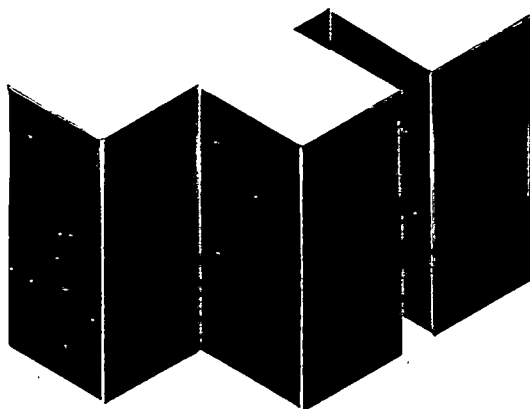
■ FILM OVERWRAPPING

Cleanroom facilities for food-grade packaging
Nine FMC WM-18 Synchronflo Wrappers ■ Production speed depends on type of product ■ Adjustable sizes
Six WS-18 Synchronflo Wrappers ■ Production speed depends on type of product ■ Adjustable sizes
Twenty-seven FMC WS-20 Servo Horizontal Wrappers
Four Model NBN Napkin Machines ■ Length 10" to 18" ■ Width 8" to 18" ■ Min. fold $1\frac{1}{2}" \times 2"$
Shipping and warehousing available upon request

■ FOLDING CARTONS

Maxson 64" Sheeter ■ Shaftless unwind
Bobst 1080E Die Cutter ■ Max. sheet size $40" \times 28"$
Bobst 1120E Die Cutter ■ Max. sheet size $31\frac{1}{2}" \times 44\frac{1}{2}"$
Stauder Gladiator Window Patch Gluing and Lining Machine
International Speed King Folder/Gluer ■ 47"
Jagenberg Diana 115-3 Folder/Gluer ■ 45"
Faustel Metal Tear Edger Series D ■ Blank max. 24" ■ Metal max. 18"
Jacob White Cartoner R-600 ■ Length $1\frac{3}{4}"$ to $7\frac{1}{2}"$ ■ Width 1" to 4" ■ Depth $4\frac{1}{4}"$ to 14"
Jacob White Cartoner R-615 ■ Length $2\frac{1}{2}"$ to 10" ■ Width $\frac{7}{8}"$ to 4" ■ Depth $3\frac{5}{8}"$ to 11"

FOXCIIES



Produced by the

FOXCITIES

CHAMBER OF COMMERCE & INDUSTRY

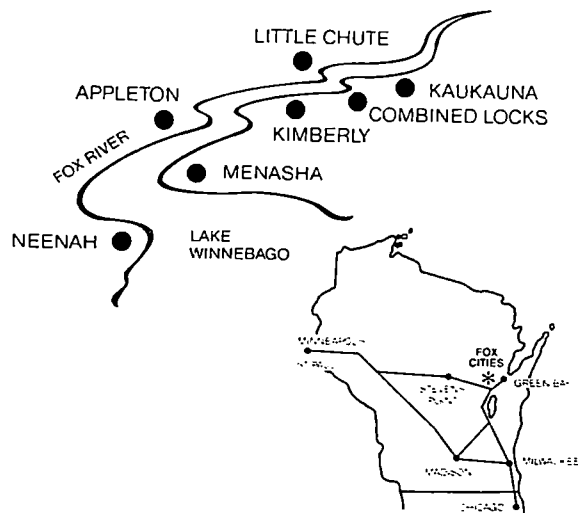
In conjunction with the
FOX CITIES GROWTH ALLIANCE

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Gregory S. Hunt
Vice President
Economic Development



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Lynn R. Peters
Director, Business-Education Partnerships
(414) 734-7101

Background Information on:

FOX VALLEY EDUCATION FOR EMPLOYMENT CONSORTIUM Striving to Create Wisconsin's Finest Workforce

In 1985 Wisconsin's legislature enacted an "Education for Employment" standard, requiring that each school district in the state refocus its mission by recognizing the key role it plays in job preparation and economic development.

In 1988 a dozen Fox Valley area school districts banded together in and undertook the project as a group. Together they set priorities and created the Fox Valley Education for Employment Council to steer their efforts.

Today the Fox Valley Education for Employment (EFE) Council, made up of equal numbers of business leaders and educators, is leading partnership efforts in the area, and providing a model other organizations have sought to emulate.

Activities

Recognizing that educators need to know more about the world of work in order to best help students, the Council put together an **Externship Program** which to date has allowed 23 teachers to spend time in industrial settings. It has convinced area companies to "share the wealth" when they do **in-house training programs**, and 85 educators have participated in such training programs at three different companies.

In an effort to help students, teachers and families to focus on and develop non-academic employability skills, a Council task force has invested a year developing a program called **Job Readiness Rating**. It is expected that half of the districts will begin implementation of the program in the fall of 1992, with a goal of having all 12 districts involved by 1993.

The Council has hosted a **Paper and Printing Symposium** annually, bringing leaders from these two major industries together with more than 500 students. The EFE Council also agreed this spring to take on one of Wisconsin's three **Youth Apprenticeship Pilot Projects**, and expects to have at least eight student apprentices working in the printing industry in fall of 1992.

Relationship with the Fox Cities Chamber of Commerce

In 1990 the school districts involved in the Education for Employment Consortium determined that their efforts would move much faster if they had someone to act as a liaison between business and industry. The Fox Cities Chamber of Commerce agreed to hire someone to do that, and provide that person's services to the districts involved in the Consortium. In essence a member of the Chamber of Commerce staff serves as director to the Consortium, guiding and directing its activities.

The Fox Valley Education for Employment Consortium's YOUTH APPRENTICESHIP PILOT PROGRAM PRINTING

Background

The Fox Valley Youth Apprenticeship pilot project is approved by the State of Wisconsin and made possible by the Department of Public Instruction and the Department of Industry, Labor and Human Relations. The project itself has been put together by the Fox Valley Education for Employment Council which is affiliated with the Fox Cities Chamber of Commerce and Industry.

Purpose

This pilot project offers Fox Valley students an opportunity for an entirely different kind of education and at the same time provides a model Youth Apprenticeship Program which can be emulated by other communities. The foundation of economic life in the Fox Cities since the mid-1800s has been the paper industry and its allied industries. The apprenticeship program is designed for the printing industry. Printing is one of the elements in the manufacturing sector that is thriving in and integral to the area.

How The Program Works

- Students from all 12 school districts participating in the Education for Employment Consortium may apply. Applicants must be starting their junior year of high school.
- Students are interviewed by participating companies. Those selected begin their youth apprenticeships in the fall.
- Youth Apprentices will spend three days a week working in the printing industry and two days in classes. They will take both required courses and specialized courses in printing.
- Each Youth Apprentice will receive a high school diploma and Certificate of Occupational Proficiency. With these two documents, the student will then be able to go directly to work in industry, to participate in a registered apprenticeship, to pursue an associate degree from a Wisconsin technical college, or to apply to a four-year university.
- Youth Apprentices will be paid for time spent working and learning at an area printing company.
- Youth Apprentices will be offered the opportunity to visit Germany in an exchange program sponsored by CDS International (formerly the Carl Duesenburg Society).

Consortium Members

Representatives from the following school districts work with business leaders in the Fox Valley Education for Employment Consortium: Appleton, Freedom, Hilbert, Hortonville, Kaukauna, Little Chute, Manawa, Menasha, Neenah, Omro, Shiocton and Winneconne.

ECONOMIC PROFILE

APPLETON / FOX CITIES
WISCONSIN

The Fox Cities is one of the largest and fastest growing metropolitan areas in Wisconsin. With a population of more than 170,000, the Fox Cities area is comprised of 11 municipalities—four cities, three villages and four towns.

In 1991, more than \$604 million worth of commercial and industrial projects were either announced or completed in the Fox Cities. These projects will ultimately create more than 3,000 new jobs. Related signs of new residential construction are everywhere and the area leads the state in land valuation growth.

Fortune magazine recently listed the Appleton/Fox Cities market as one of six mid-sized markets most conducive for companies thinking about a move and an attractive locale in which to do business.

Opportunity and quality of life attracted people to the Fox Cities when paper mills

sprang up along the banks of the Fox River in the 1800s, and have continued to attract people and businesses ever since. Many of the nation's leading paper companies were started in the Fox Cities, and their development has paralleled the area's growth and diversification.

Today, in addition to the paper industry, companies engaged in plastics, printing and graphic arts, machinery, metals and electronics are all thriving elements of the Fox Cities manufacturing sector. Due to the area's highly-educated work force, service industries flourish in the area, too. Six insurance companies as well as a host of financial institutions call the Fox Cities home.

The Fox Cities area promotes itself as "*A Refreshing Change of Place*" to underscore the fact that the Fox Cities has many of the fine qualities which businesses and families look for in selecting a new location.



Fox Cities
W I S C O N S I N



POPULATION

Community	1980 Census	1990 Census	Change	Percent Change
Fox Cities-Oshkosh MSA	291,369	317,658	26,289	9.0%
Outagamie County	128,730	140,510	11,778	9.1%
Winnebago County	131,772	140,320	8,550	6.5%
Calumet County	30,867	34,291	3,424	11.1%
Fox Cities Urban Area	155,034	171,147	16,113	10.4%
City of Appleton	58,915	65,695	6,780	11.5%
City of Neenah	22,432	23,219	1,787	3.5%
City of Menasha	14,744	14,711	-33	-0.2%
City of Kaukauna	11,310	11,982	1,672	5.9%

CLIMATE

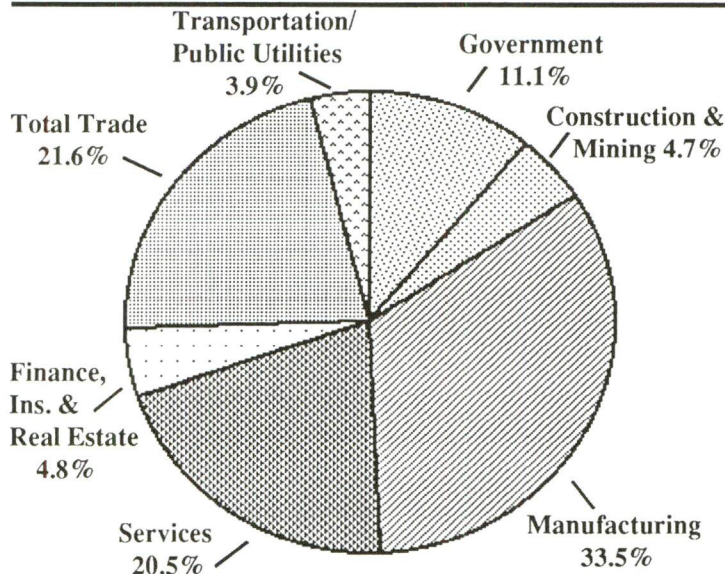
The Fox Cities area enjoys a continental climate characterized by four distinct seasons, affording residents and visitors excellent opportunities for diverse outdoor recreational activities.

The average season temperatures:

Spring	44° F
Summer	70° F
Fall	40° F
Winter	19° F

Average annual rainfall	28 inches
Average annual snowfall	46 inches

EMPLOYMENT



Appleton-Oshkosh-Neenah MSA Annual Non-Farm Employment Averages—1990

	Number of Employees 1990
Manufacturing	53,800
Services	32,900
Retail Trade	28,100
Transportation & Utilities	6,300
Wholesale Trade	6,500
Finance, Insurance & Real Estate	7,700
Construction & Mining	7,600
Government	17,800

MAJOR EMPLOYERS

Firm	Product or Service	Number Employees
Kimberly-Clark Corporation	Tissue products for personal care	5,300
Appleton Papers Inc.	Carbonless and specialty coated papers	2,700
Novus Health Group	Health care providers	2,400
Miller Electric Mfg. Co.	Electric arc welders	1,550
Menasha Corporation	Corrugated containers	1,500
Wisconsin Tissue Mills	Paper napkins, table covers, etc.	1,450
Plexus Corp & Affiliates	Electronic design, manufacturing & testing	1,400
Thilmany	Specialty papers	1,372
Aid Association for Lutherans	Fraternal benefits and financial services	1,354
Outagamie County	County government	1,334
St. Elizabeth Hospital	Hospital	1,316
Appleton Area School District	Education	1,254
Neenah Foundry Company	Gray and ductile iron castings	1,220
American National Can Company	Packaging cartons and wraps	1,200
Repap Wisconsin Inc.	Specialty Papers	1,100
Pierce Manufacturing, Inc.	Fire and utility truck bodies	1,100

1991 Estimates of Local Employment

AVERAGE HOURLY WAGE RATES

Appleton-Oshkosh-Neenah MSA—1990

Secretaries	\$7.78
Word Processors	7.76
Data Entry Operators	6.67
Accounting Clerks	7.43
Payroll Clerks	7.67
File Clerks	5.63
Order Clerks	7.75
Receptionists	6.27
Computer Systems Analysts	14.42
Computer Programmers	12.14
Computer Operators	7.97

Educational Attainment—1987

Grade School or less	3%
Some High School	5%
High School	90%
Tech School Graduate	8%
Some College	15%
College Graduate	11%
Post Graduate	4%

The average annual high school dropout rate for the Fox Cities-Oshkosh MSA is less than 2 percent.

EDUCATION

Educational resources in the Fox Cities are among the finest in the country. Area students consistently exceed the national and state averages in measure of performance. This is significant as Wisconsin is consistently **one of the top five states** in scoring on the national ACT test score averages. The U.S. Department of Education has repeatedly recognized area schools for their scholastic excellence.

Number of K-12 Public & Private Schools

	Public Schools	Parochial Schools
Elementary	40	37
Junior High	9	2
High School	8	3
Total Enrollment	44,000	5,800

Standardized Test Results

Based on mean scores reported in the nation, Wisconsin students ranked first on the American College Test (ACT) during the 1988-89 testing period.

The following post-secondary educational facilities serve the Fox Cities:

	Average Annual Enrollment
Colleges and Universities	
Lawrence University, Appleton	1,200
St. Norbert College, De Pere	1,800
University of Wisconsin	
Campus in Oshkosh	11,200
Campus in Green Bay	5,500
Center in Menasha	1,500
Technical and Vocational	
Fox Valley Technical College	5,000

Ranks among top three voc/ed schools in the nation according to American Vocational Association

TRANSPORTATION

Air Service

Located just two miles west of Appleton, the Outagamie County Airport is a Class A airport approved for jet operation and provides a full contingent of passenger, charter flight, and repair services. It is **one of the fastest-growing airports in Wisconsin**. Four commercial airlines provide non-stop service to Chicago, Cincinnati, Milwaukee and Minneapolis. Overnight, express parcel, air freight services and facilities for private aircraft also are available at the airport. Wittman Field in Oshkosh and Austin Straubel Field in Green Bay provide additional commercial air service within 30 miles of Appleton.

Highways

Transportation in and around the Fox Cities is fast and efficient. In fact, the area has been **ranked in the top 10 communities nationally having the shortest commuting times to and from work**. The average travel time to work for city residents is 14.6 minutes. Main thoroughfares include U.S. Highways 10, 41 and 45. Secondary passages are State Highways 47, 55, 76, 96, 114 and 441.

Trucking

More than 60 trucking and warehousing firms serve the Fox Cities area.

Rail Service

Rail freight service is provided by Fox River Valley Railroad and Wisconsin Central Limited Line.

Public Transit

Valley Transit provides local and inter-city commuter service to residents of the Fox Cities metropolitan area. Inter-regional bus service is available via Greyhound Bus Lines and Wisconsin Michigan Trailways. Special elderly and handicapped services also are available.

Water Transportation Facilities

The Port of Green Bay, 30 miles to the north, and the Port of Milwaukee, 100 miles south of Appleton, provide easy access to the Great Lakes. Both ports handle general cargo, heavy industry and equipment, and liquid and dry bulk cargoes. Truck and rail services link the Fox Cities to these ports.

UTILITIES/SERVICES

Electric Utilities

Three electric utilities—Wisconsin Electric Power Company, Menasha Water & Electric Utilities, and Kaukauna Electric & Water Department—provide electric service to the area. Area **electric rates are approximately 30% below those in most metropolitan areas**.

Gas Utilities

Two gas utilities—Wisconsin Natural Gas and Wisconsin Gas Company—provide ample and reliable supply of natural gas to the Fox Cities.

Water Supply

Sources of high-quality, fresh water are abundant in the Fox Cities. Water supplied by publicly-owned water utilities is drawn from Lake Winnebago or from

groundwater wells.

Sewage Treatment

Four sewage treatment plants serve the area. All four plants treat activated sludge and use agricultural land spreading as their method of disposal. Adequate capacity is available for new industry.

COMMUNICATIONS

Companies are looking to Wisconsin because of its pro-business climate; central time zone location; extensive deployment of digital and fiber optic technologies, and a well-educated, highly-productive workforce which speaks in a clear, easily-understood manner.

Telecommunications

Wisconsin Bell (a subsidiary of Ameritech) provides local and intra-state phone service utilizing analog, digital and fiber optic equipment. AT&T, MCI, US Sprint and 20 other interchange carriers provide long distance service. In addition, AT&T, MCI and US Sprint have an inter-

exchange Point of Presence in Appleton.

Fiber Optics

Fiber optic cable is rapidly being deployed in the Fox Cities. For instance, Wisconsin Bell has more than 45 miles of fiber optic cable in the area. Norlight Telecommunications also serves the Fox Cities and has a Point of Presence in Appleton.

GOVERNMENT / DEVELOPMENT INCENTIVES

Government

Each of the three counties has an elected county executive and board of supervisors. The four cities—Appleton, Neenah, Menasha and Kaukauna—have elected mayors and city councils. Other incorporated areas are called villages and have elected village presidents and boards of trustees. Unincorporated areas are known as towns and have elected town chairmen and boards of supervisors.

Taxes

In recent years, Wisconsin has made numerous positive tax changes affecting

business. These efforts have resulted in Wisconsin businesses having **one of the lowest total tax burdens in the nation**. Wisconsin state taxes include a corporate income tax of 7.9%, individual income tax ranging from 4.9% to 6.93%, (a 60% capital gains exemption is available), retail sales tax of 5%, and gasoline tax of 20 cents per gallon. Local property tax rates (per \$1,000 of assessed value) range between \$26.18 and \$33.06 and average \$30.39.

Development Incentives

State Programs: Wisconsin Development

Fund (Major Economic Development Program, Customized Labor Training Fund, Technology Development Fund) and other specialized programs. **Local Programs:** Well-educated, highly-skilled work force that is up to **30 percent more productive** than the national average, 11 inexpensive business parks (\$18,000 per acre average) with highway access, subsidized employee recruitment & training, IRBs, Tax Incremental Financing as well as site/building location & selection assistance.

COST OF LIVING

Paychecks go farther in the Fox Cities since the area boasts a very affordable cost of living. In fact, the composite index

computed by the American Chamber of Commerce Researcher's Association indicates that the cost of living in the Fox

Cities is **well below the national average**. The average sale price of a house in the Fox Cities is under \$75,000.

HEALTH CARE

Four area hospitals—Appleton Medical Center, Kaukauna Community Hospital, St. Elizabeth Hospital, and Theda Clark Regional Medical Center—have a

combined capacity of nearly 1,000 beds and offer a complete range of high-quality health care programs and facilities. The Fox Cities health care network includes

more than 350 physicians and nearly 130 dentists. In a recent study, the Fox Cities ranked among the **least expensive** regions in the U.S. for hospital and physician care.

QUALITY OF LIFE

The Fox Cities offer numerous high-quality golf courses, fascinating museums, live and movie theaters, abundant shop-

ping, minor league baseball, community festivals, greyhound and stock car racing, state park, nature preserves and many

boating facilities along one of the nation's largest, inland, fresh water lakes.

FOR MORE INFORMATION

To learn more about the advantages of a Fox Cities business location, please contact:

FOXCITIES

CHAMBER OF COMMERCE & INDUSTRY

Greg Hunt, Vice President

Economic Development

227 S. Walnut Street, P.O. Box 1855

Appleton, WI 54913-1855

Phone

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FAX 414 734-7161

800-999-3224

THE BEST CITIES FOR BUSINESS

Finding skilled, reliable employees may be companies' most important challenge in the Nineties. Here are the sometimes surprising places to look for America's top workers. ■ by Patricia Sellers

THE ALLURE OF SMALLER CITIES

■ Companies shopping for locations should consider a lesson car buyers learned years ago: Small to midsize models often do the job more efficiently than bigger, better-known alternatives. As growth of the labor force slows and the need for quality workers intensifies, more companies will place operations in smaller cities. Among those that caught *Fortune's* attention: Albuquerque, New Mexico; Appleton, Wisconsin; Colorado Springs, Colorado; Fort Myers, Florida; Spokane, Washington; and Wichita, Kansas.

Moran Stahl & Boyer surveys reveal that the overall quality and productivity of employees in these cities is significantly higher than in large cities, partly because of superior school systems. In Spokane (metropolitan area population: 363,078), schools are among the best in a state noted for exemplary education.

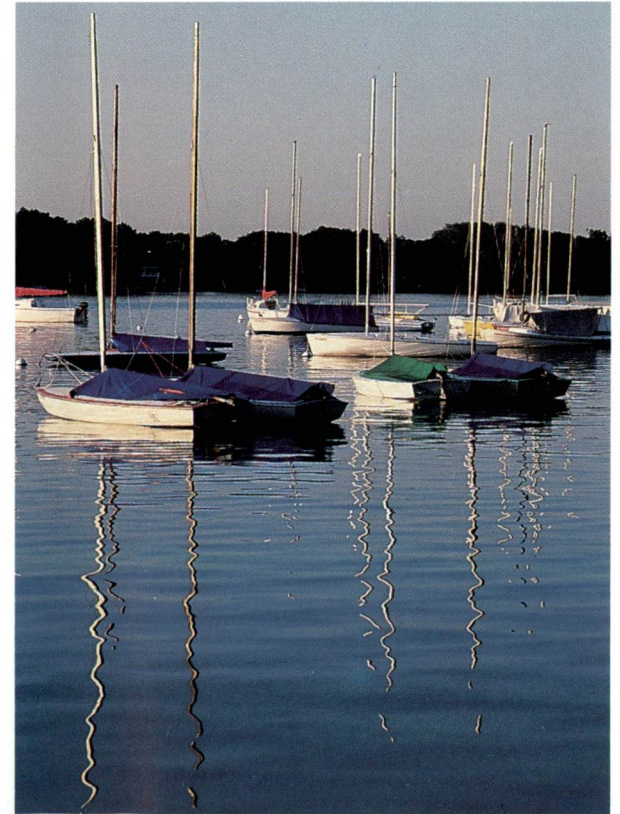
Cost concerns also prompt companies to go to midsize cities like Wichita (493,251), where white-collar salaries average just over \$19,000 a year, vs. the U.S. average of \$25,326. Fort Myers (332,903), Albuquerque (509,950), and Colorado Springs (409,193) are all growing fast and offer ample labor. Fort Myers is diversifying its tourism-based economy; with a large elderly population and low wages, it seems attractive for back-office operations.

Companies in small areas where the quality of life is high and the stress level low enjoy a stable work force. Neil Davenport, CEO of Cray Computer in Colorado Springs, says, "We find that people often would rather stay in Colorado Springs than move to advance their careers--which at times strikes me as odd." Smaller cities often earn high marks for employees' work ethics. In Appleton (317,429) absenteeism is markedly low--and when Wisconsin's daunting winter sets in, employees have been known to go to work on snowmobiles. -Antony J. Michels

a REFRESHING
CHANGE of PLACE



Fox Cities

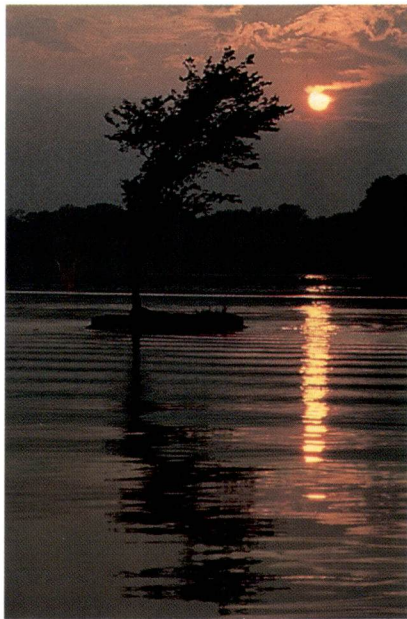


Fox Cities Convention
and Visitors Bureau
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Fox Cities

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Wisconsin
You're Among Friends

Get ready for a *refreshing change of place* in the Fox Cities of east central Wisconsin —the perfect getaway! Located along the picturesque Fox River, this cluster of communities pampers visitors with a variety of unique museums and shopping areas, wonderful restaurants and great hotels and motels. You'll find lots to see and do in the Fox Cities!

Your visit to the Fox Cities will be a magical experience. The world famous magician/escape artist Harry Houdini grew up in Appleton. The HOUDINI HISTORICAL CENTER inside the OUTAGAMIE MUSEUM houses a large collection of Houdini memorabilia. The museum features the Fox Cities' industrial history, including papermaking, the largest area industry. Houdini is further remembered in Appleton's HOUDINI PLAZA and its sculpture *Metamorphosis* which depicts Houdini's most famous escape.

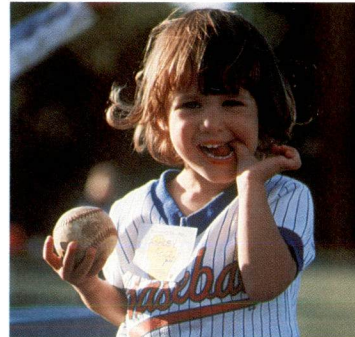
No visit to the Fox Cities would be complete without a stop at the BERGSTROM-MAHLER MUSEUM in Neenah. It houses one of the world's largest and finest collections of glass paperweights. The museum itself is a work of art, housed in the beautiful old mansion of one of the early paper barons. The neighborhood around the museum is



filled with the grand homes of other former paper industrialists, as well as two beautiful parks along the Fox River.

On the banks of the Fox River are two of the most historic homes in the state, both of which you will want to tour. HEARTHSTONE MANOR in Appleton is the world's first home lit by a central hydro-electric station. Its electrical system was installed by Edison's staff, and its fireplaces are outlined in rare Minton tiles. The GRIGNON MANSION in Kaukauna, built at the site of an early trading post, will give you a look at life when the first settlers arrived in the Fox Cities.

FOX VALLEY GREYHOUND PARK, the Fox Cities' newest attraction, features exciting year-round greyhound racing. Kaukauna is also home to WISCONSIN INTERNATIONAL RACEWAY, with thrilling stock car and drag races during the spring and summer. The APPLETON FOXES, a class A farm team of the Kansas City Royals, play at Goodland Field from April-September with all the excitement of major league baseball at half the price.



Plan to spend some time in Lawrence University's WRISTON ART CENTER or the AGA-CENTER FOR VISUAL ARTS, two of many art galleries scattered throughout the Fox Cities. The



CLASSIC ARTS DINNER THEATRE in Appleton is a great place for an afternoon or evening of comedy, music and fun.

For shoppers, the Fox Cities offers many options. THE FOX RIVER MALL is one of the state's largest malls. DOWNTOWN NEENAH and APPLETON are filled with unique, one-of-a-kind specialty shops and special malls of their own. Bargain hunters will delight in the area's varied factory outlet stores.

For outdoor activities, you'll find a number of challenging golf courses in the Fox Cities, public tennis courts, and great hiking trails, especially those at the THOUSAND ISLANDS ENVIRONMENTAL CENTER in Kaukauna and the GORDON BUBOLZ NATURE PRESERVE outside Appleton. Lake Winnebago and the Fox River are known for great fishing and boating. Each community has a number of beautiful parks for family outings.

With all there is to do in the Fox Cities, you'll want to stay a while. We have 23 hotels and motels offering everything from budget to full-service accommodations. None is more than a short drive from any of our attractions.

The Fox Cities . . . *for a refreshing change of place.* Friendliness, excitement, unique things to see and do . . . the perfect combination for a relaxing and memorable getaway.



POINTS OF INTEREST

- 1 Bergstrom-Mahler Museum** Houses one of the largest and finest glass paperweight collections in the world. 165 North Park Avenue, Neenah. 751-4658
- 2 Bubolz Nature Preserve** Hiking and cross-country ski trails, planned activities. 4815 North Lynndale, Appleton. 731-6041
- 3 Children's Farm** Young farm animals in a lovely park setting. Open May to September. Plamann Park, Appleton. 733-3019
- 4 Classic Arts Dinner Theatre** Musical plays and original revues, along with dinner served right in the theatre. 110 Nicolet Road, Appleton. 734-2787
- 5 Fox Valley Greyhound Park** Exciting greyhound racing with matinee and evening racing. Clubhouse dining and snack bars. Hwy. 41 & 55, Kaukauna. 766-RACE
- 6 Goodland Field Appleton Foxes** Catch the fun! Kansas City Royals farm club baseball. 1500 West Spencer Street, Appleton. 733-4152
- 7 Grignon Mansion** Historically preserved home of Charles Grignon, fur-trader. 1313 Augustine Street, Kaukauna. 766-3122
- 8 Hearthstone** World's first hydro-electrically lit home. Fascinating architecture and antiques. 625 West Prospect Avenue, Appleton. 730-8204
- 9 Houdini Walking Tour** Learn about Harry Houdini's life in Appleton. Starts at Houdini Plaza. 100 West College Avenue, Appleton.
- 10 Lawrence University** A beautiful campus situated on the Fox River. East College Avenue, Appleton. 832-7000
- 11 Outagamie Museum/Houdini Historical Center** Historical museum featuring Houdini and papermaking exhibits. 330 East College Avenue, Appleton. 735-9370

- 12 Planetarium U.W. Fox Valley** The stars and skies recreated for your entertainment and education. 1478 Midway Road, Menasha. 832-2600
- 13 Simon's Specialty Cheese** You can see Wisconsin cheese being made. Sample and buy. Picnic tables. 1 block North of Hwy. 41 on N, Little Chute. 788-6311
- 14 Thousand Islands Environmental Center** Hiking, canoeing and other nature activities, all within view of the Fox River. Dodge Street, Kaukauna. 766-4733
- 15 Vande Walle's Candies** See chocolates and pastries being made. Plenty to taste and buy. 400 North Mall Drive, Appleton. 738-7799
- 16 Wisconsin International Raceway** Stock car and drag racing from April to September. Hwy. K, Kaukauna. 766-5577
- 17 World's First Hydro-Electric Central Station** Authentic reproduction of the small electric station near the original Fox River site. Vulcan Street, Appleton.
- 18 Wriston Art Center** Distinguished by its glass walls and turrets, fanciful curves and curls, and recessed amphitheatre, this whimsical structure houses fine art and student exhibits. Lawrence University Campus, Appleton. 832-6621

☆ Fox Cities Visitors Center
110 Fox River Drive, Appleton. 734-3358

While you're here, be sure to call the
Fox Cities Fun Line
 (evenings & weekends)
734-3358
 for event information



ACCOMMODATIONS

- | | | |
|---|--|-----------------|
| 1 Woodfield Suites | 3730 W. College Ave.
Appleton. 734-9231 | R, IP,
OP, M |
| 2 Valley Inn | 105 Walnut St.
Neenah. 725-8441 | R, C, M |
| 3 Twin City Motel | 375 S. Green Bay Rd.
Neenah. 725-3941 | |
| 4 Super 8 Motel | 3624 W. College Ave.
Appleton. 731-0880 | |
| 5 Snug Inn | 3437 N. Richmond St.
Appleton. 739-7316 | |
| 6 Road Star Inn | 3623 W. College Ave.
Appleton. 731-5271 | |
| 7 Queen Anne
Bed & Breakfast | 837 E. College Ave.
Appleton. 739-7966 | |
| 8 Parkway Motel | 1181 Gillingham Rd.
Neenah. 725-3244 | OP |
| 9 Paper Valley
Hotel &
Conference
Center | 333 W. College Ave.
Appleton. 733-8000 | R, IP, C, M |
| 10 Northland Motel | 138 E. Northland Ave.
Appleton. 739-8847 | |
| 11 Northern Inn | 420 W. Northland Ave.
Appleton. 733-4936 | |
| 12 Norm's Motel | 1403 Green Valley Rd.
Neenah. 725-6984 | |
| 13 Midway Motor
Lodge
(Best Western) | 3033 W. College Ave.
Appleton. 731-4141 | R, IP, M |
| 14 Holiday Inn
of Appleton | 150 Nicolet Rd.
Appleton. 735-9955 | R, IP, C, M |
| 15 Fox Valley Inn | 2000 Holly Rd.
Neenah. 734-9872 | R, M |
| 16 Fox City Motel | 632 Hyland Ave.
Kaukauna. 766-3731 | |
| 17 Exel Inn | 210 N. Westhill Blvd.
Appleton. 733-5551 | |
| 18 Dreamland Motel | 918 S. Westland Dr.
Appleton. 733-3577 | |
| 19 Comfort Suites | 3809 W. Wisconsin Ave.
Appleton. 730-3800 | IP, M |
| 20 Colonial Inn | 3913 W. Prospect Ave.
Appleton. 730-8447 | IP, M |

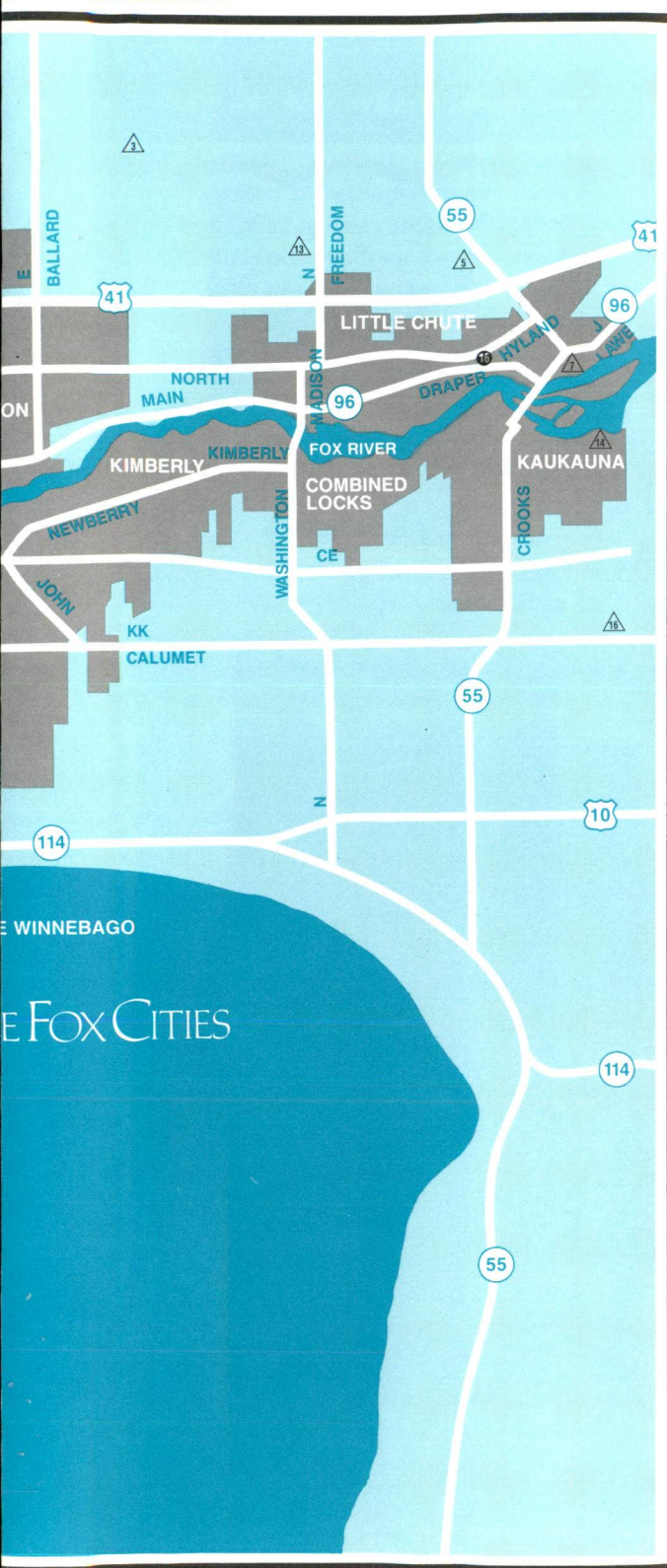
- | | | |
|---------------------------------------|--|----------|
| 21 Budgetel Inn | 3920 W. College Ave.
Appleton. 734-6070 | R, OP, M |
| 22 Bloomer's Motel | 2603 N. Richmond St.
Appleton. 739-3189 | R |
| 23 Amora Villa
Motor Lodge | 200 N. Perkins St.
Appleton. 735-2733 | R, IP, M |
| 24 American
Motor Inn | 1032 S. Westland Dr.
Appleton. 733-7351 | |

R Restaurant
M Meeting Room
IP Pool, indoor
OP Pool, outdoor
C Convention Facilities

If you need additional information about any of these motels/hotels call the Fox Cities Convention and Visitors Bureau (414) 734-3358.

ANNUAL EVENTS

- | | |
|------------------|--|
| February | Icescape Winter Festival |
| March | St. Patrick's Day Parade |
| May | Menasha Riverfest
Spring Fur Trade Event
The Great Wisconsin Cheese Festival |
| June | Kaukauna River Jam
America's Largest Flag Day Parade |
| July | Appleton Auto and Swap Show
Neenah-Menasha Communityfest |
| August | AGA Art in the Park
Otto Grunski Polski Festyn
Civil War Encampment |
| September | Kermis Dutch Festival |
| October | Octoberfest |
| November | Christmas Parade
Wonderland of Trees |
| December | Victorian Christmas, Hearthstone
Candlelight Tours, Grignon Mansion |



Fox Cities



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*T*here is a time and a place.
Now is the time.

This is the place!

The Fox Cities



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FOX CITIES FACTS



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The Fox Cities

Over the years, major publications including Fortune magazine have given national credence to the claim that there is no more inviting place than the Fox Cities to live, work, and raise a family.

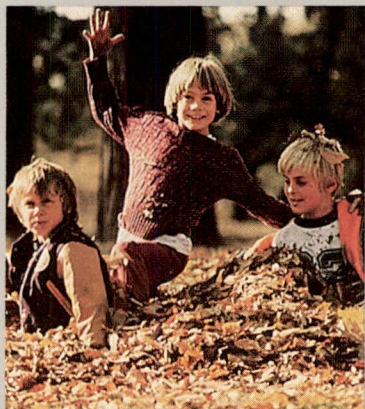
The communities along the Fox — the cities of Appleton, Neenah, Menasha, Kaukauna, the villages of Little Chute, Kimberly, and Combined Locks, and the towns of Neenah, Menasha, Grand Chute, and Greenville — give homage to the Fox River, paper, and progress. They share a common heritage in the Fox River. Paper is the center of their histories.

Together, they share a total population of 175,000, the fourth largest population center in Wisconsin. The Metropolitan Statistical Area (MSA) of which the Fox Cities is a part, encompasses over 315,000 people; Appleton is the largest community with over 66,000 residents. As a community, these municipalities provide convenience and amenities associated with urban life yet maintain small town charm.

While each of the 11 communities exhibits a unique character, all attest to these facts: Affordable homes are plentiful. School systems, whether public or parochial, share a common theme of excellence. Shopping is abundant and convenient. Expert medical care is close at hand. A broad array of leisure time activities, from concerts and art exhibits to boating and ice fishing, is ever present.

These definitive assets combine with a substantial industrial base, ranging from mighty international companies to small, locally-owned enterprises, from high-tech to traditional.

Inviting? Come visit the Fox Cities. Come packed to stay.







Location

The Fox Cities area is located in east central Wisconsin, where the Fox River exits Lake Winnebago and rapidly flows north toward the open waters of Green Bay and on to the Great Lakes.

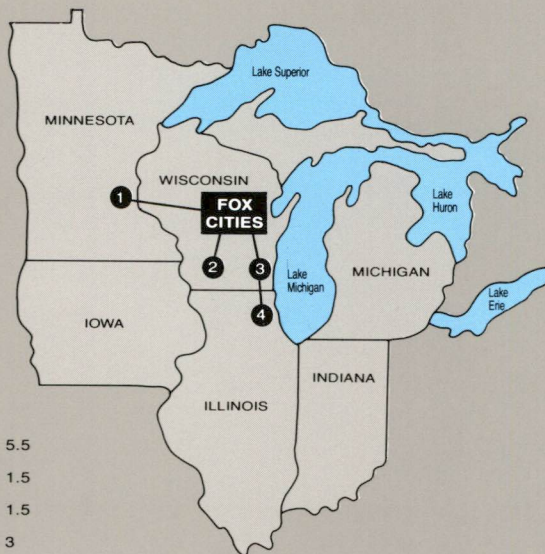
Transportation makes the area a strategic place for business and industry. A superb network of expanding major U.S., state, and local highways make travel and shipping to major metropolitan centers easy and efficient. More than 60 motor freight carriers and an enhanced rail system service the area. A Great Lakes port is within 40 miles of the Fox Cities.

Outagamie County Airport, the nearest of three airports within 30 miles, offers commercial passenger, charter and freight service to the nation. Its passenger operations are the fastest growing in Wisconsin. The airport is home to Air Wisconsin, the largest regional airline in the nation.

Valley Transit provides inter-community bus transportation, allowing residents a commuting option from home to



The Fox Cities The Center of it All



Hours to Fox Cities by Car

- 1 MINNEAPOLIS/ST. PAUL — 5.5
- 2 MADISON — 1.5
- 3 MILWAUKEE — 1.5
- 4 CHICAGO — 3



Business & Industry

Since late in the last century, paper has been the dominant industry in the Fox Cities area.

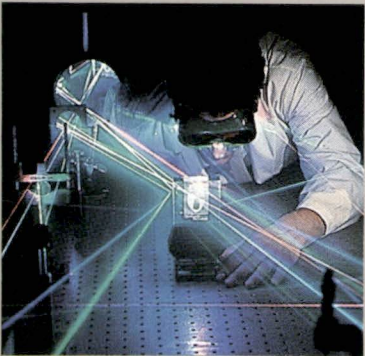
While paper continues strong, represented by such well-known names as Kimberly-Clark and James River Corporation, the area's industrial base has widened broadly to encompass plastics, high-tech, electronics, food processing, and machinery. Insurance is one of the principal service industries in the Fox Cities area.

The area has 11 industrial and business parks totaling more than 1,500 acres. Fully developed and affordably priced land is available for new or expanding firms.

Products originating in the Fox Cities area include paper and paper-related products, printing and graphic arts, marine cranes, machine tools, and non-ferrous metal castings. Others are computer battery backup systems, batteries, wire mesh, watermark designs, chemicals, farm implements, plastic shrink wrap, stainless and carbon steel pipe, and food processing. In addition there are industrial valves, inks, health care products, varnishes and stains, electronic automation products, wood products, arc welders, and fire and utility truck bodies.

The Fox Cities is a dynamic place of industrial diversity.

continued



Business & Industry

The entrepreneurial spirit flourishes in the Fox Cities. New small business starts continue to grow in the service, manufacturing and retail segments of the business community.

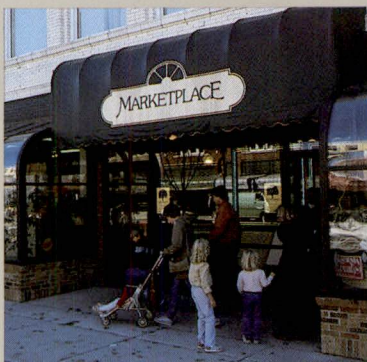
State-of-the-art technology has enabled small business people to enter and compete in the marketplace. Large companies ranging from heavy manufacturing to service industries are upgrading facilities with new technology and better-tooled equipment, enabling them to produce even higher quality products in less time at a lower cost.

The retail sector of the community offers a fine mix of merchandise from upscale fashions to quality goods at affordable prices.

The area boasts not only one of the country's first enclosed shopping centers—Valley Fair Mall on the boundary between Appleton and Menasha — but also one of the state's largest shopping malls — Fox River Mall. This complex, encompassing more than 1.1 million square feet of space, hosts five anchor stores and more than 160 other retail shops. Among the anchors is an elegant Dayton's department store, which highlights a new wing offering high-end fashions, novelty and personal care stores.

Retail opportunities abound in each of the communities of the Fox Cities. Several downtowns have renovated historic facades and capitalized on their ethnic backgrounds to offer a unique shopping atmosphere. Locally made products can be found in outlet stores and specialty shops.

Quality and unique products abound in the Fox Cities.





Playing Host

The Fox Cities welcomes visitors and business travelers with more than 1,600 modern hotel and motel rooms and ample meeting facilities for mid-size conventions.

Each of the Fox Cities boasts a prosperous downtown business district. And whether you prefer to shop in the central business district or in the spaciousness of an enclosed mall, you will find retail marketplaces to suit your needs.

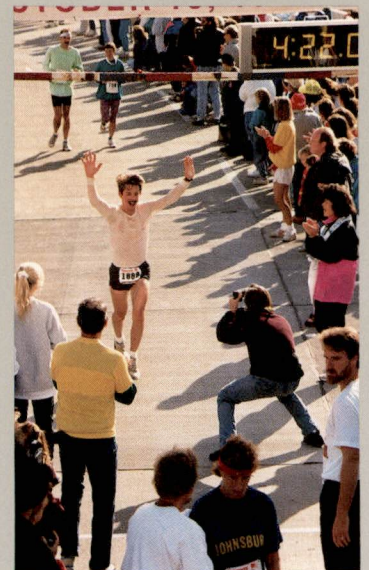
History is at home in the Fox Cities — at home in the restored mansions of pioneering fur traders, paper barons and captains of industry, all open to the public. Twelve local museums have significant art and historical collections.

Colorful, “tasteful” celebrations of local ethnic heritage offer local residents and visitors alike an opportunity to enjoy the music, costumes, traditions and favorite dishes of the nationalities who settled the Fox Cities. Festivals, parades and other community events abound here.

The Fox Cities is a perfect spot to spend a weekend getaway. Time it right, and you may be able to watch marathoners stride past your hotel. Or stand aside as a pack of speeding bicyclists compete in challenge cup and charitable races. You can be a spectator or a participant in any number of sporting events in the Fox Cities.

Cap off your visit with dinner at any of the many fine restaurants specializing in everything from ethnic cuisine to fast food. Take in a movie at one of the five theater complexes with a total of 18 screens. Five additional area theaters feature live performances, including dinner theater.

The pleasures of the Fox Cities are myriad.







Lifestyles

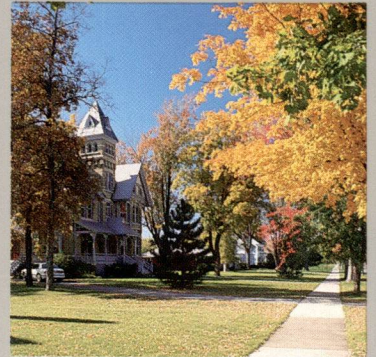
The Fox Cities is one of the fastest growing urban areas in Wisconsin and boasts a cost of living which is below the national average.

Quality, affordable housing is one of the Fox Cities many attractions. The home building market is steady and strong — the area's stable economy traditionally does not feel the ups and downs of real estate trends experienced by other parts of the country.

The homes of the Fox Cities range from turn-of-the-century Victorian mansions to spacious modern homes, from high-rise condominiums to apartment complexes with recreational amenities.

Included are well-kept homes along tree-lined streets and sprawling country estates. There are riverside and lakefront homes and those which are tucked alongside golf course fairways.

continued



Lifestyles

Residents feel at home in the Fox Cities. Families occupy moderately priced as well as executive homes enjoying the small-town atmosphere that enables them to feel comfortable to relax and play in the parks, recreational facilities and waterways that can be found in most neighborhoods. Children play freely along the sidewalks and in the playgrounds. The area enjoys one of the ten lowest rates of violent crime in the country.

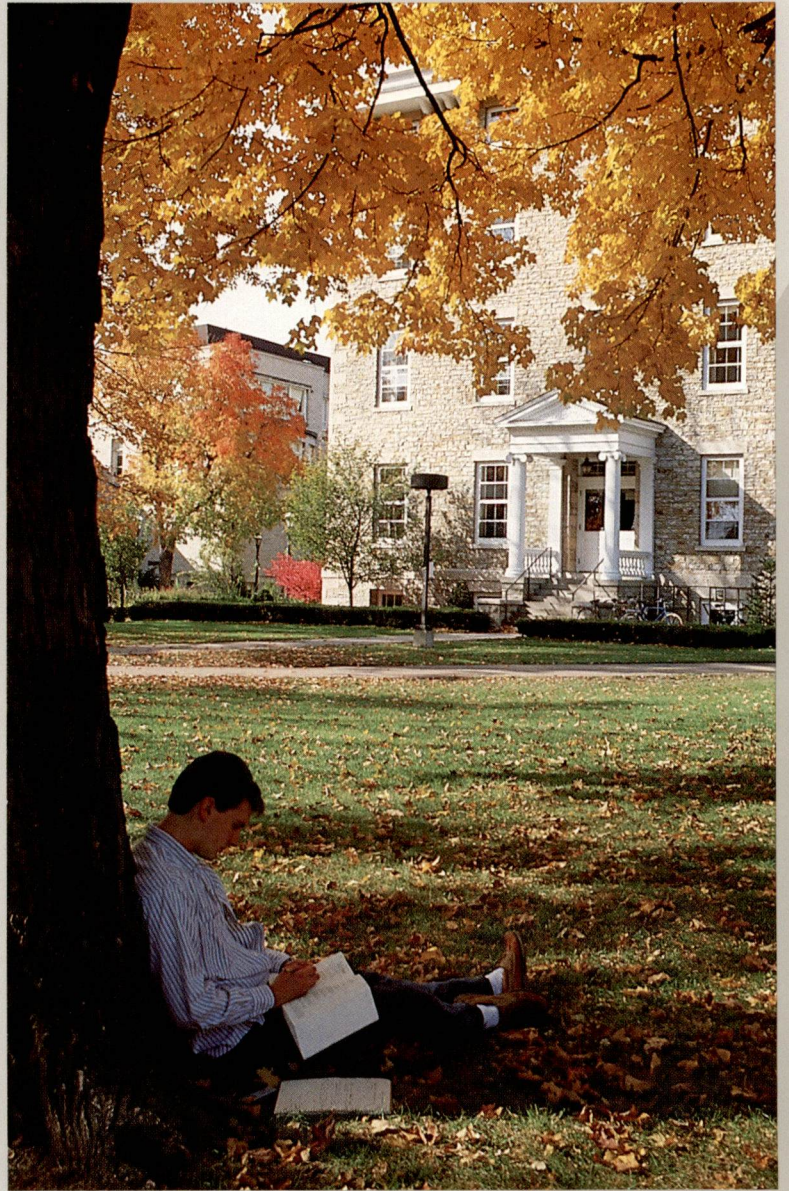
Home is never a long drive from the workplace. The Fox Cities have one of the 10 shortest commuting times to and from work. Residents have their choice of in-town convenience and neighborliness, or the tranquility of country living as near as the outskirts of town.

Career-minded residents find that airy condominiums and townhouses right in the heart of the cities are convenient, have character and keep residents accessible to business, shopping and recreational facilities. Revitalization of historic pockets of the cities are creating innovative riverfront housing.

In the Fox Cities, there is a place to call home for everyone.







Education

The six public school systems of the Fox Cities are national award winners, demonstrating exceptional skills in all aspects of education.

Five public and parochial schools in Menasha and Neenah have received national Excellence in Education awards, and seven others have been similarly recognized by the State of Wisconsin.

—The Appleton Area School District earned an “Excellence in Education” award from the Wisconsin Manufacturers and Commerce organization for its Staff Development - Professional Educator Institutes.

—Little Chute Area School District’s middle school was the first area school to receive the federal “Drug Free School” designation.

Appleton’s Lawrence University, chartered in 1847, heads the list of the Fox Cities area’s five institutions of higher learning.

Lawrence is ranked among the nation’s best small, private liberal arts colleges. Lawrence offers Bachelor of Arts degrees in 25 majors, including the Bachelor of Music degree awarded by its Conservatory of Music. An important conduit bringing renowned classical and jazz performances to the area, Lawrence now also boasts the new Wriston Arts Center.

The University of Wisconsin - Fox Valley, located in Menasha, is a gateway campus for the state university system and serves more than 1,500 students on a recently expanded metro campus.

Fox Valley Technical College, ranked among the three top vocational-technical schools in the nation, has an enrollment of about 5,000 full-time students and offers more than 55 programs in 15 career specialties.



Cultural Enrichment

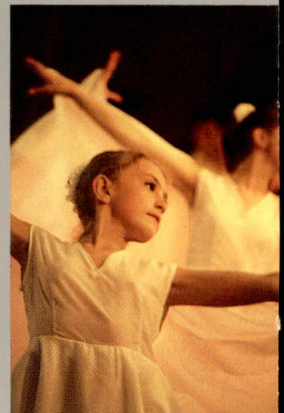
The arts are alive and well in the Fox Cities, reflecting the area's high cultural interest and attainment.

The Fox Valley Arts Alliance actively promotes the arts, and has for more than 10 years. An umbrella unit, the Alliance aids the efforts of more than 50 arts-oriented organizations, representing the arts in all their hues and tones, and is a voice for Fox Valley artists within state and regional circles.

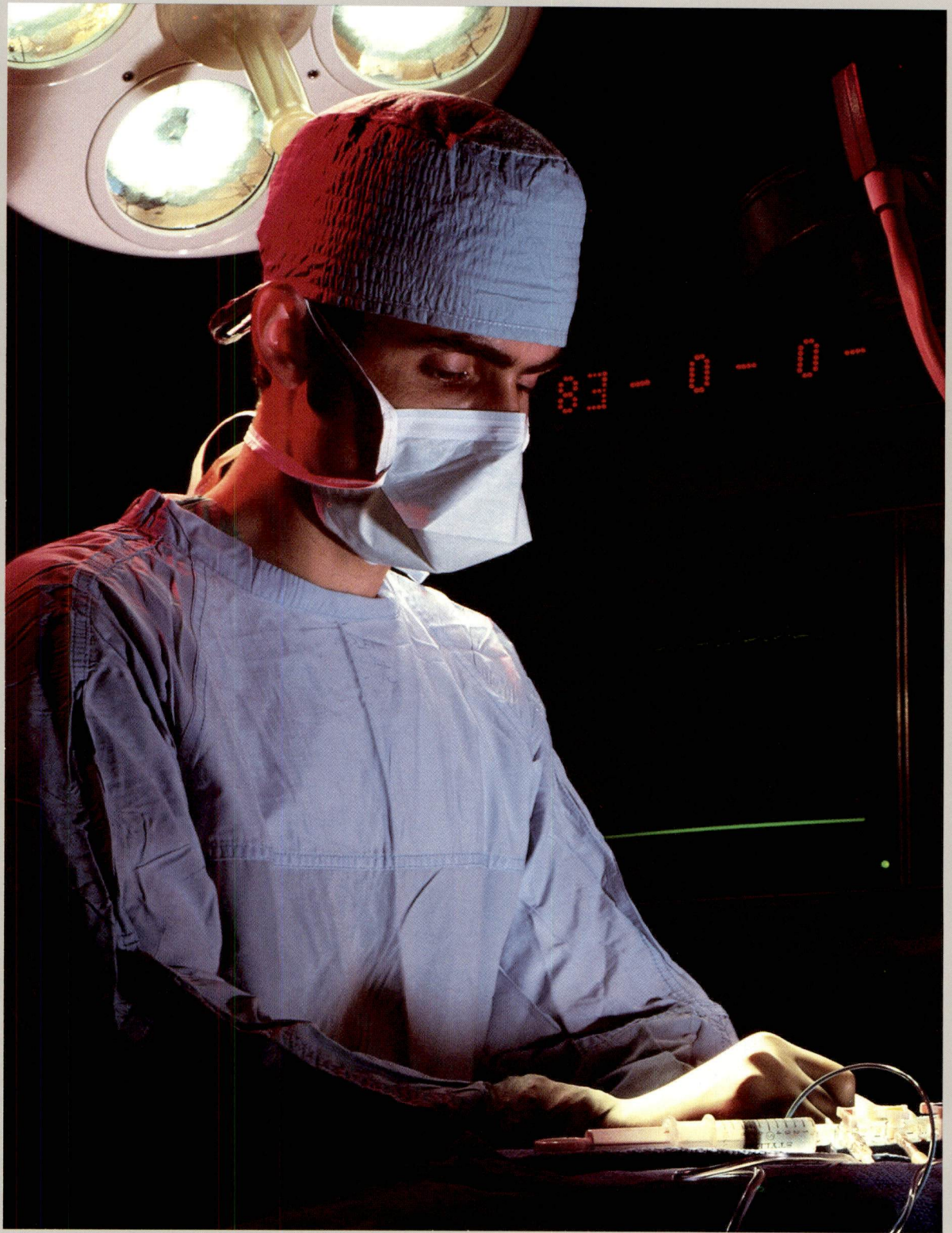
Several of these groups have been part of the Fox Cities community for decades. The Fox Valley Symphony Orchestra has observed its 25th anniversary. The AGA-Center for Visual Arts is 30 years old. The Attic Theatre, a thriving community theatre company, has performed for more than 40 seasons; the Chaminade Chorus for 50! And, the MacDowell Chorus is nearing its 60th season!

Festivals are traditional times of gathering for Fox Cities families. Highlights from the area's festival calendar include Oktoberfest, Riverfest, the Great Wisconsin Cheese Festival, Paperfest, Otto Grunski Polski Festyn, the Kermis Dutch Celebration, Communityfest, Flag Day and Christmas parade. AGA's Art in the Park, a popular one-day extravaganza held in City Park, and a similar art fair in Neenah's waterfront Riverside Park, attract art enthusiasts and festival goers each summer.

The several galleries, museums, and historical sites of the Fox Cities are attractions as well, drawing residents and visitors alike.







Health Care

Expert health care and treatment are assured in the Fox Cities area by four hospitals with more than 1,200 beds and some 350 physicians representing all major medical specialties.

Appleton Medical Center offers comprehensive medical services, including open heart surgery and cardiac care and rehabilitation. Its Appleton Heart Institute is involved in a North American study of a drug to lower cholesterol.

St. Elizabeth Hospital continues to expand its extensive facilities and services. Noted for its emergency care and a variety of health maintenance programs, St. Elizabeth also operates Kaukauna Community Hospital, a 50-bed acute care facility.

Neenah's Theda Clark Regional Medical Center is the designated renal dialysis center for the Fox Valley and offers such services as CT scans, ultrasound, nuclear medicine, and a regional neonatal intensive care nursery. It was the first hospital in the nation to use a new cardiovascular imaging system designed to show distortion-free images of the cardiovascular system.

Several medical clinics serve the Fox Cities area. The largest is the La Salle Clinic with about a dozen sites and more than 110 physicians on staff.

Caring is a Fox Cities tradition.



Recreation

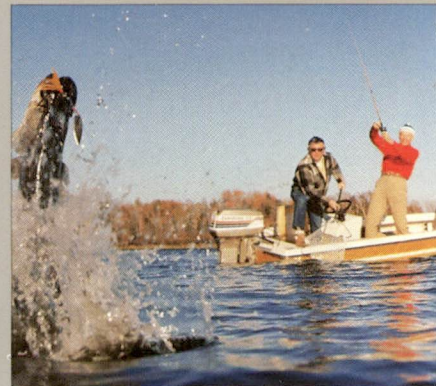
The beauty and the joys of nature's four seasons surround the Fox Cities, inviting residents to a myriad of outdoor activities, from summertime picnics to wintertime ice fishing.

Families are beckoned by more than 30 municipal, county, and state parks, with a variety of recreational facilities and equipment. Boat owners have access to 14 launching sites on the Fox River and Lake Winnebago, one of the nation's largest fresh water inland lake. The most avid golfer's appetite is satiated by the area's 14 public and five private golf courses with a total of more than 260 holes.

The Fox Cities also offers a wealth of indoor recreational opportunities, ranging from two excellent YMCAs to a variety of health and fitness clubs, soccer fields, bowling centers, roller rinks, ball diamonds, tennis and racquetball courts, and ice arena.

For sports spectators, there are the Appleton Foxes, a Kansas City Royals farm club; Kaukauna's Wisconsin International Raceway, and the Fox Valley Greyhound Park. The NFL's Green Bay Packers are a mere 30 miles away. Wisconsin's famed Door County, the "Cape Cod of the Midwest," is an easy drive away. Of course, Milwaukee's theaters, museums, galleries, and professional baseball and basketball teams are just two hours from the Fox Cities.

The Fox Cities is a place for fun.







Fox Cities Facts

THE FOX CITIES: The cities of Appleton, Kaukauna, Menasha, and Neenah, and the villages of Combined Locks, Kimberly, and Little Chute, and the towns of Neenah, Menasha, Grand Chute, and Greenville. Economic hub for a three-county area.

Transportation in the Fox Cities

AIR: Outagamie County Airport served by three commercial airlines. Air freight, charter service, and general aviation services available.

HIGHWAYS: U.S. Highways 10, 41, and 45. State Highways 47, 55, 76, 96, and 114. The area ranks among the top 10 metropolitan centers in the U.S. having the shortest commuting times to and from work.

PUBLIC: Valley Transit provides bus service among the Fox Cities communities. Three inter-regional bus lines and charter bus services are available.

TRUCK: More than 60 trucking and warehousing firms provide local, long-distance, and storage services.

RAIL: The Fox River Valley Railroad and Wisconsin Central Limited, provide freight services.

WATER: Ports of Green Bay, 30 miles north, and Milwaukee, 100 miles south, provide access to the Great Lakes Seaway.

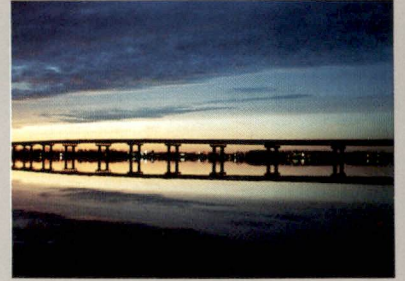
Utilities in the Fox Cities

WATER: Publicly-owned water utilities draw from Lake Winnebago and deep wells. The Fox River is an emergency source.

GAS: Natural gas provided by Wisconsin Natural Gas and Wisconsin Gas Company.

ELECTRICITY: Wisconsin Electric Power Company, Menasha Water & Electric Utilities, and Kaukauna Electric & Water Department.

continued



Fox Cities Facts

Utilities in the Fox Cities

TELEPHONE: Wisconsin Bell, Inc., and numerous independent long distance suppliers.

Services in the Fox Cities

POSTAL: U.S. Postal Service offices in each of the Fox Cities.

TELEVISION AND RADIO: WBAY-TV (CBS), WFRV-TV (ABC), WLUK-TV (NBC), WPNE-TV (PBS), AND WLRE-TV, all located in Green Bay. WXGZ-TV in Appleton. Cablevision of the Fox Cities, and Warner AMEX Cable TV of Neenah/Menasha, each offering more than 30 channels. More than 20 radio stations serve the area.

FINANCIAL INSTITUTIONS: 14 banks and branch offices, nine savings and loans.

Nearly 40 credit unions.

NEWSPAPERS: The Post-Crescent and the Oshkosh Northwestern publish daily. Several area weekly and monthly publications.

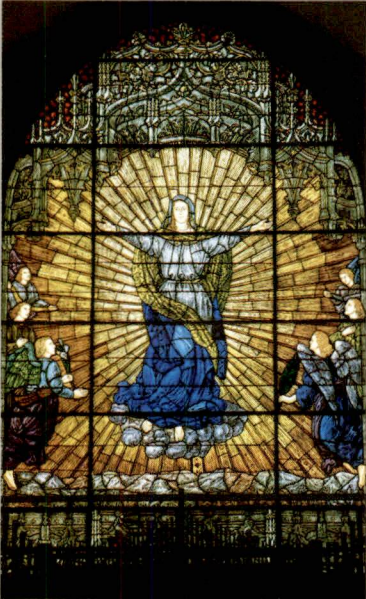
Education in the Fox Cities

PUBLIC SCHOOLS: Appleton Area School District, Kaukauna School District, Kimberly School District, Little Chute Area Schools, Menasha Joint School District, and Neenah Joint School District.

PAROCHIAL SCHOOLS: More than 40 parochial schools in the Fox Cities area.

COLLEGES AND UNIVERSITIES: Lawrence University, University of Wisconsin - Fox Valley, Fox Valley Technical College.

PRESCHOOLS: 30 preschools and kindergartens in the Fox Cities area.



Fox Cities Facts

Attractions:

Amelia Bubolz Doll Collection, more than 1,000 antique dolls from Europe and the U.S.

Grignon Mansion, home to a pioneering fur trader, listed in the National Register of Historic Places.

Replica of First Hydroelectric Power Station, important because in 1882 the original station made Appleton the first city in the world to have electricity generated by water power.

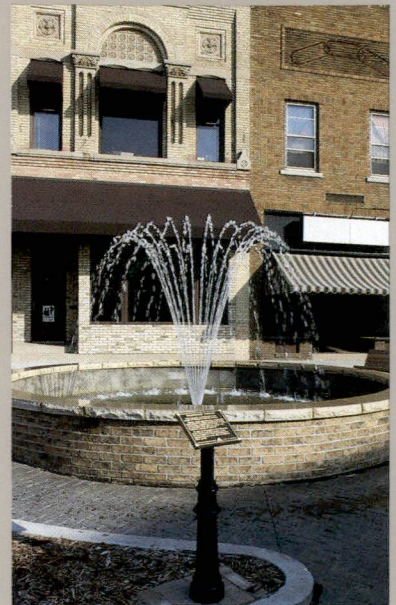
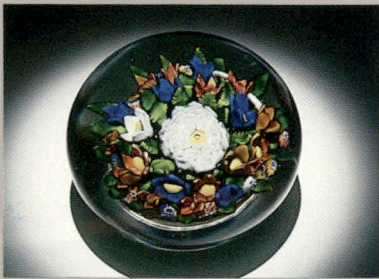
1000 Islands Environmental Center, 240-acre conservatory along the Fox River.

Bergstrom-Mabler Museum, with one of the most extensive collections of decorative glass paperweights in the world.

Outagamie County Museum, preserving the history of the Fox Cities area, with emphasis on industrial development.

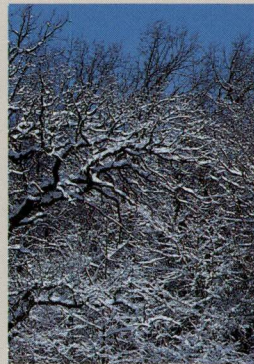
Houdini Historical Center, displaying memorabilia from the life of Harry Houdini, an Appleton native.

University of Wisconsin Center - Fox Valley Planetarium, sky shows open to public throughout school year.

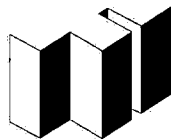


*T*here is a time and a place.
People love the Fox Cities

for its times of the year,
nature's four colorful seasons.



They love the Fox Cities
for there is no more inviting place
to live, work, and raise a family.



FOXCITIES

G R O W T H A L L I A N C E

The Fox Cities produced for the Growth Alliance
of the Fox Cities Chamber of Commerce & Industry
227 South Walnut Street, P.O. Box 1855
Appleton, WI 54913-1855 (414) 734-7101

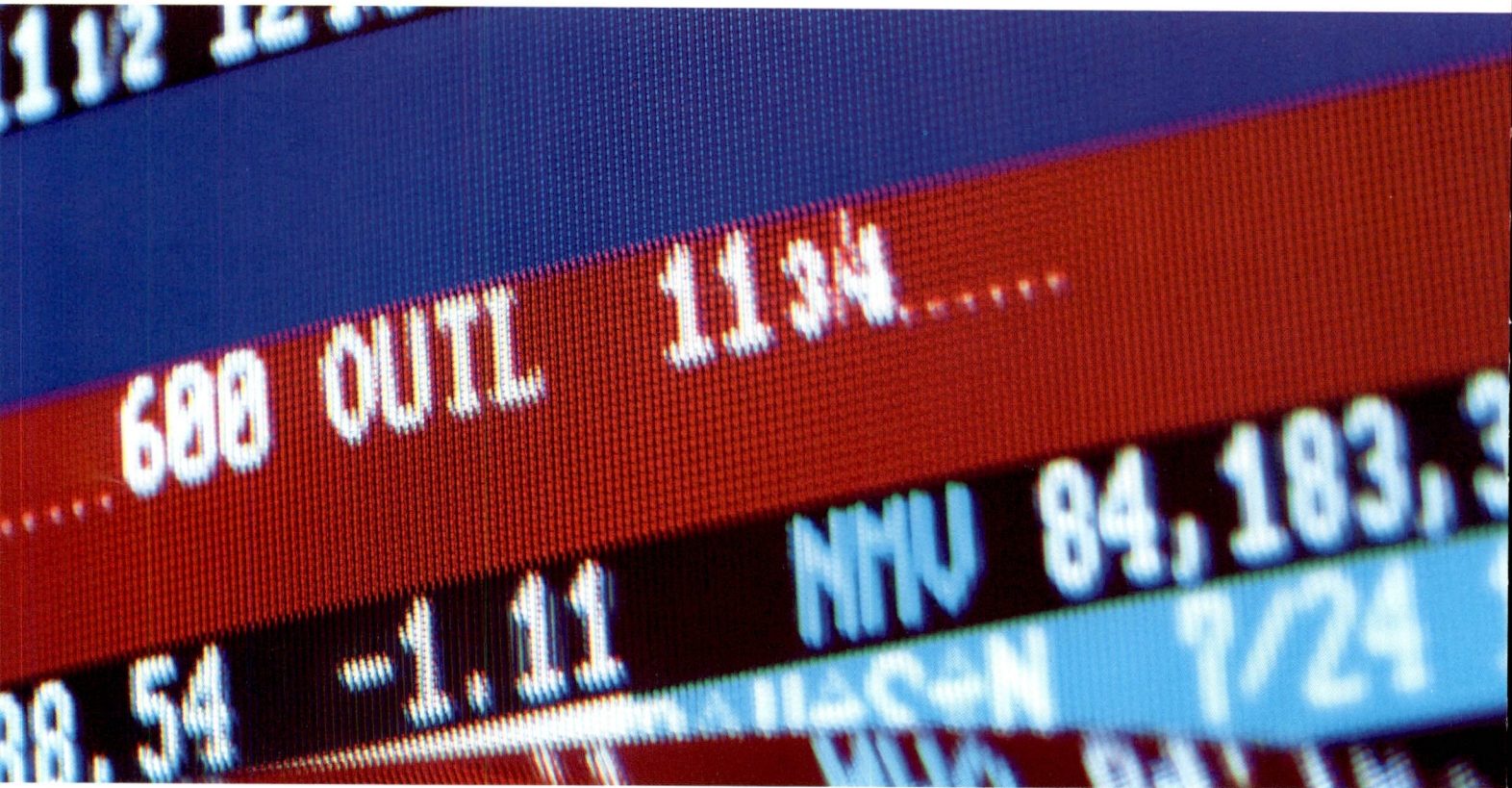


PERFORMANCE
THROUGH
PARTNERSHIPS

ABOUT THE COVER

Outlook Graphics' successful performance is the result of partnerships developed with stockholders, employees, customers and suppliers. The results of our partnership with

our customers are illustrated on the cover. Shown are a variety of products produced by our specialty printing and converting and packaging operations.



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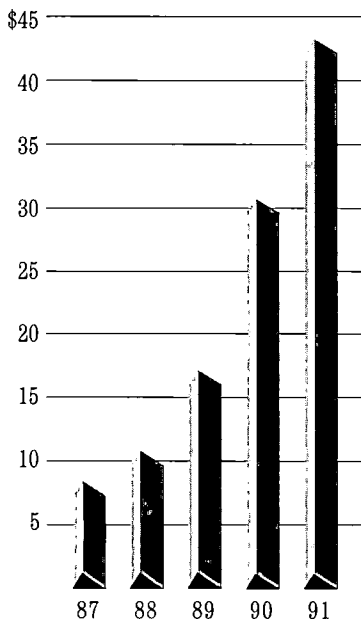
COMPANY PROFILE

Outlook Graphics Corp. is a graphic services company which offers an array of related services including specialty printing, converting and packaging, and distribution principally to companies in the sports picture card, food, consumer products, and printing and publishing industries. The Company operates three production facilities in Neenah, Wisconsin.

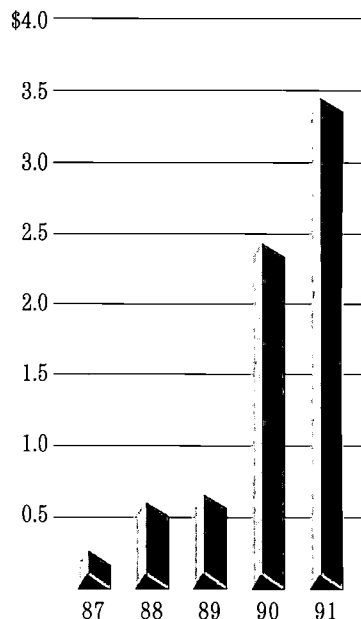
FINANCIAL HIGHLIGHTS

Fiscal Year Ended May 31,	1991	1990	Change
EARNINGS STATEMENT			
(dollars in thousands, except per share amounts)			
Net sales	\$43,275	\$31,765	36.2%
Operating profit	6,369	4,738	34.4
Net earnings	3,354	2,409	39.2
BALANCE SHEET (AT FISCAL YEAR END)			
Working capital	\$11,953	\$ 2,002	497.1%
Total assets	38,699	21,902	76.7
Long-term debt	4,409	7,005	(37.1)
Stockholders' equity	27,466	7,893	248.0
PER SHARE			
Net earnings per share	\$.92	\$.69	33.3%
Average shares outstanding	3,651,023	3,471,471	

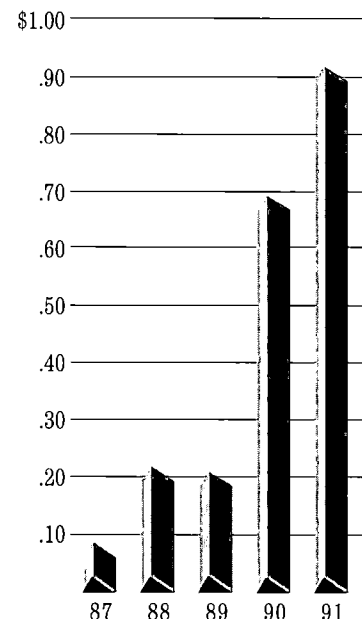
NET SALES (millions)



NET EARNINGS (millions)



NET EARNINGS PER SHARE



DEAR STOCKHOLDERS

We completed an initial public offering of shares of Common Stock at \$11.50 per share in May 1991. All of us at Outlook Graphics extend a warm welcome to the new stockholders who have joined us.

We appreciate the confidence you have placed in us by investing in our Company. We also want to thank our long-term stockholders for their support throughout the 14 years of growth which have brought us to where we are today.

■ At Outlook Graphics, we place a great deal of importance on partnerships—partnerships with stockholders, employees, customers and suppliers. These valuable relationships have enabled us to build a strong company. They serve as the foundation for our future growth as well.

■ Our partnership with employees is especially strong. One of the attributes that we believe sets Outlook Graphics apart from many other companies is the opportunity we offer our employees to manage

their own jobs and develop themselves to their fullest potential. Their growth is important to the Company's growth. Our challenge is to maintain this team spirit as we expand quality customer services and employment in the future.

FISCAL 1991 RESULTS

Our second set of "firsts" was the new highs in sales, earnings, employment and stockholders' equity achieved in fiscal 1991. For the year ended May 31, 1991, sales rose 36% to \$43,275,000. Net earnings were \$3,354,000, a 39% increase from the prior year. Net earnings per share were \$.92, up 33%. These numbers reflect the outstanding performance of our people in delivering high quality services at a reasonable cost.

■ The proceeds from the initial public offering have been used to reduce debt and to supply the growing capital needs of the Company. Capital expenditures

were \$7.0 million in fiscal 1991. Major equipment purchases included three six-color printing presses, labeling equipment, and wrapping and trimming machines. Stockholders' equity was \$27,466,000 at May 31, 1991, a substantial increase from stockholders' equity of \$7,893,000 at the same time last year.

GROWTH AREAS

Increased demands for specialty printing and converting capabilities were the primary reasons for the record sales and earnings. The sports picture card industry was a source of sizeable growth for us this year. We print, trim, collate and wrap picture cards for customers including Fleer Corp., Impel Marketing, Inc., and The Upper Deck Company. We have diversified our picture card customer base, allowing our entry into the entertainment card market.



Charles E. Thompson
Executive Vice
President

Jeffrey H. Colli
Vice President
Manufacturing

1991 WAS A YEAR OF FIRSTS



Jeffrey P. Stilp
Treasurer and
Controller

David L.
Erdmann
Chairman and
President

■ We are also pleased with our first year of experience in paperboard packaging and look for continued growth in this area in the coming year. We continue to seek other complementary service niches to further expand our vertically integrated capabilities.

■ We define ourselves as a service company. Our ability to help our customers successfully market their products has enabled us to attract many quality companies as customers, including a number of Fortune 1000 companies. The prospects for adding to this list in fiscal 1992 are excellent.

OBJECTIVES

Our corporate objectives are to: meet the needs of our customers; develop a highly motivated and well-trained employee group; and increase the value of our stockholders' investment. These objectives are the framework we use to strategize activities and evaluate our progress throughout the year.

THE FUTURE

Our solid base in consumer products and publishing, combined with our established expertise in trading cards, positions us for continued progress in fiscal 1992. There will be many opportunities for Outlook Graphics throughout the nineties. With the public offering behind us, the addition of several key managers, and our increased financial strength, we are ready to make the most of these opportunities.

■ It is appropriate to close our first annual report with a thank you to our partners—our stockholders, customers, employees and suppliers. Your support and commitment make Outlook Graphics a very special company.

David L. Erdmann
Chairman and President

OUR STRATEGY

OUTLOOK GRAPHICS IS A PEOPLE COMPANY.

We work hard to build strong partnerships with our employees, customers and suppliers.

■ Our partnership with employees begins with our management team. Many of these experienced managers have been with the Company since its inception. As a result, they know our business and our customers. They have developed the approach to service which makes Outlook Graphics unique.

■ We are proud of the fact that a significant number of employees are Outlook Graphics stockholders. Dedicated employees like those featured in this report help us to earn our reputation for quality and service every day with every customer.

■ We attract and retain these talented individuals because of our

innovative approach to work—an approach which encourages individuals to develop their career in a supportive environment.

Sustaining the momentum of this important partnership is the future for Outlook Graphics and the people on our team.

OUTLOOK GRAPHICS IS A SERVICE COMPANY.

Partnerships with our customers are based upon quality and value. We continually seek complementary new service niches to enable our customers to effectively market their products. And we value the participation of our suppliers in enhancing our reputation for quality.

■ We are proud to work with many nationally recognized companies including AMEX Life Assurance Company, Banta Corporation, Fleer Corp., Impel Marketing, Inc.,



International Masters Publishers, Inc., Kimberly-Clark Corporation, Kraft General Foods, Inc., Oscar Mayer Foods Corporation, The Procter & Gamble Company, virtually all of the major U.S. cereal companies, and others. Service at Outlook Graphics means giving 110% to all of our customers.

**OUR
BUSINESS**



Dirk J. DeBraal
Plant Manager

Richard R. Austin
Purchasing
Manager

Suzanne M.
McAloon
Estimating
Manager

Myron R. Jones
Production
Control Manager

Patrick R. Rusk
Division Manager

Cynthia J. Kallien
Assistant
Controller

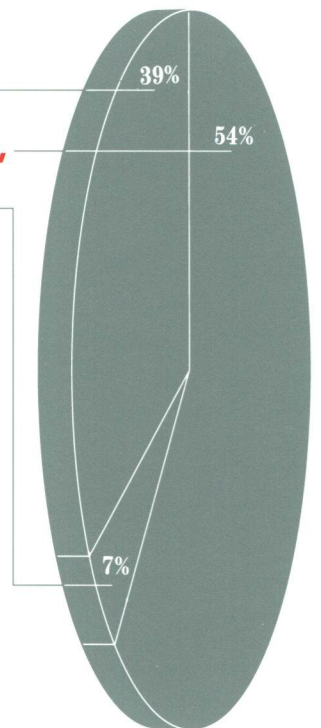
George L. Hazen
Personnel
Manager

Outlook Graphics has three major related classes of services:

- SPECIALTY PRINTING,**
- CONVERTING AND PACKAGING,**
- AND DISTRIBUTION.**

Customers may utilize just one or a combination of these services, depending upon their needs. We call this our "one-stop shop" concept. This approach gives us a unique competitive advantage in the marketplace.

■ Instead of offering a specific set of services to customers, we design a combination of integrated services around the needs of each customer. This continuum of services can efficiently take a project from the initial concept to completion without the need for subcontractors and transporting projects to various locations. Increased efficiency and cost effectiveness are the benefits of this approach for our customers.



COLLECTOR'S CARDS



1991 *Inaugural Edition*
VETTE
CORVETTE
PREMIUM COLLECTOR'S CARDS

2,500 AUTOGRAPHED CARDS OF
RACING SUPERSTAR MARIO
ANDRETTI RANDOMLY INSERTED.

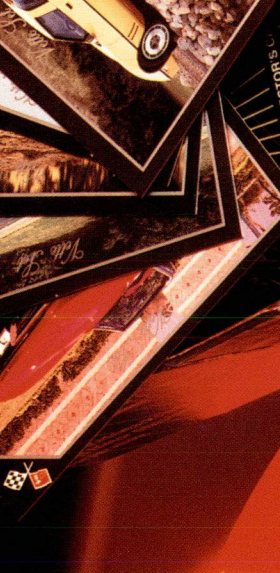
NEW 1991

Inaugural Edition
VETTE



NEW 1991

Inaugural Edition
VETTE



NEW 1991

Inaugural Edition
VETTE



SPECIALTY PRINTING



Jim Friebel

Jim Friebel

"People make the difference here. Management recognizes the contributions we make on an hour by hour basis, assuring that the best work is being done on behalf of our customers."

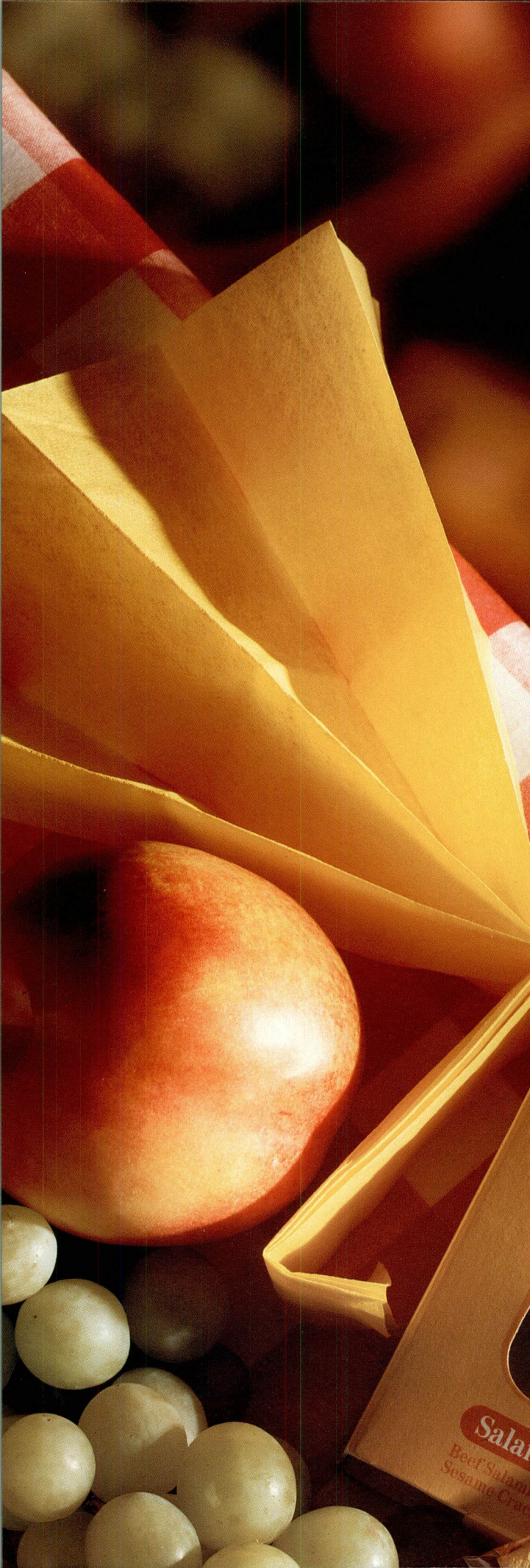
Increased demand for specialty printing was a key factor in our record 1991 earnings. This class of services represented 39% of sales in fiscal 1991.

■ Utilizing the latest in technology and equipment, Outlook Graphics provides high volume sheet-fed printing in up to six colors plus varnishes and aqueous coatings. We also offer custom die-cutting, trimming, scoring, folding and specialty finishing.

■ Examples of some specialty printing products include sports and other picture cards, recipe cards, folding cartons, food coupons and labels, vinyl cards (such as temporary credit cards), pressure sensitive labels, sweepstakes and game pieces, and stickers.

■ Our label division produces product labels, stickers, vinyl cards, point-of-sale materials and game pieces. These can be enhanced with scratch-off inks, sequential numbering or custom printing.

■ The successful specialty printing operation offers quality reproduction either as a single service or combined with collating and packaging for a complete project. This approach gives us the flexibility to meet a variety of customer requirements.



CONVERTING AND PACKAGING

Converting and packaging services comprised 54% of fiscal 1991 sales. These operations were strong contributors to 1991 profits.

■ Our packaging operation performs film overwrapping functions for a variety of products.

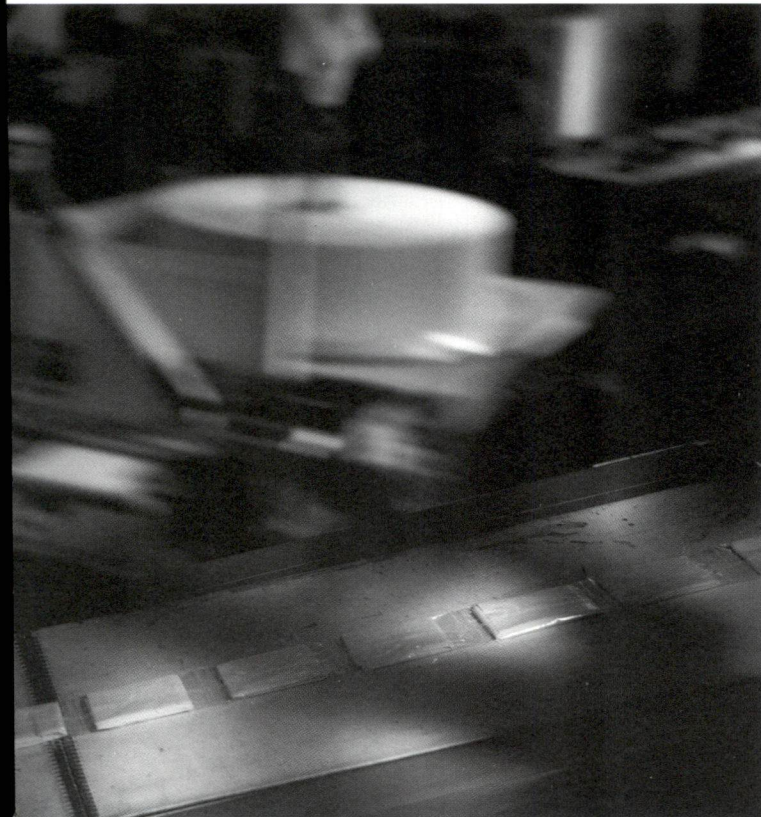
A popular example of this capability is the folding and overwrapping of the napkins for Oscar Mayer's Lunchables™ packages. Other activities in this operation include overwrapping toys and other promotional items for inside cereal boxes and packaging fabric softener sheets for laundry room vending machines. Outlook Graphics' food grade clean room meets stringent FDA standards for safety and quality.

■ A major activity of the converting and packaging area is our expertise in picture card converting. This process involves printing the cards, cutting, trimming, collating, overwrapping and cartoning the cards for distribution. We currently produce cards for licensees of the American and National Baseball leagues, the

National Basketball Association, the National Football League and the National Hockey League. We have diversified this area of our operations outside of sports cards to include entertainment and other collectible cards which offer growth opportunities.

■ Our sports card production expertise evolved from our earlier work on cards for board games including Trivial Pursuit®. We also convert recipe cards, children's picture cards and educational flashcards. Some of the specialized equipment used in this process has been researched and developed by Outlook Graphics employees.

■ Our newest packaging service is the paperboard packaging capabilities we introduced one year ago. We are pleased with the excellent market response for this service, which utilizes paperboard stock to print, die-cut, fold, glue and insert products and promotional items into folding cartons, blister cards, pocket folders and other point-of-purchase materials.



Diane S. Kettner

Diane Kettner

"In order to provide customers with quality products and services, you have to be a company made up of quality people who care about their work. Like Outlook."



DISTRIBUTION



Phyllis Vaughan

Phyllis Vaughan

"We're all team members at Outlook. And as a team, we work toward serving the customer to the best of our abilities."

The final step in our one-stop service approach is direct mailing and fulfillment. This operating area was 7% of fiscal 1991 sales.

■ After our customers' products have been printed, packaged or overwrapped, we ship them out of our secured 160,000 square foot direct mail facility. We utilize high-speed equipment to ink-jet address, collate, insert, wrap and label items for bulk mailing. Zip code sorting achieves maximum postage savings for our customers. Direct mailings during the past year included catalogs, coupon packages, federal income tax forms and promotional materials.

■ Fulfillment is the distribution of items to a third party as they are ordered by the customer. These can be in response to special promotions or replenishment of standing orders for materials such as forms and booklets which are reprinted and warehoused at our facility. Remote access capabilities give customers immediate information on their inventories and the ability to reorder items by computer.

■ From concept through completion, printing to fulfillment, this review of our operations illustrates how Outlook Graphics responds to customer needs. We truly are a one-stop source, helping customers to market their products efficiently and cost effectively.

SELECTED FINANCIAL DATA

The following selected financial data of Outlook Graphics Corp. (the "Company") has been derived from the Company's audited consolidated financial statements and should be read in conjunction with

the consolidated financial statements, related notes and Management's Discussion and Analysis contained in this report.

(in thousands, except per share amounts)

Fiscal Year Ended May 31,	1991	1990	1989(1)	1988	1987
EARNINGS STATEMENT DATA:					
Net sales	\$43,275	\$31,765	\$17,292	\$11,467	\$ 8,280
Cost of goods sold	32,407	23,013	13,204	8,807	6,316
Gross profit	10,868	8,752	4,088	2,660	1,964
Selling, general and administrative expenses	4,499	4,014	2,601	1,802	1,415
Operating profit	6,369	4,738	1,487	858	549
Other income (expense):					
Interest expense	(1,323)	(1,071)	(611)	(375)	(237)
Interest and other income	420	247	154	189	202
Earnings before income taxes and cumulative effect of accounting change	5,466	3,914	1,030	672	514
Income tax expense	2,112	1,505	374	275	259
Earnings before cumulative effect of accounting change	3,354	2,409	656	397	255
Cumulative effect of accounting change on prior years (2)	—	—	—	224	—
NET EARNINGS	\$ 3,354	\$ 2,409	\$ 656	\$ 621	\$ 255
Earnings per share:					
Before cumulative effect of accounting change (2)	\$.92	\$.69	\$.21	\$.14	\$.09
NET EARNINGS PER SHARE	.92	.69	.21	.22	.09
Weighted average number of shares outstanding	3,651,023	3,471,471	3,094,152	2,883,950	2,852,768
BALANCE SHEET DATA (AT FISCAL YEAR END):					
Working capital	\$11,953	\$ 2,002	\$ 3,115	\$ 1,005	\$ 573
Total assets	38,699	21,902	17,920	9,474	8,273
Long-term debt, less current maturities	4,409	7,005	8,352	3,006	3,095
Stockholders' equity	27,466	7,893	5,402	3,477	2,757

(1) Includes the results of operations of the Company's subsidiary, Outlook Label Systems, Inc. ("Outlook Label") from January 1, 1989. See Note K of Notes to Consolidated Financial Statements.

(2) Effective June 1, 1987, the Company changed its method of accounting for income taxes to the liability method in accordance with Statement of Accounting Standards No. 96. The cumulative effect of this accounting change increased earnings by \$224,000 (\$.08 per share) for fiscal 1988.

MANAGEMENT'S DISCUSSION AND ANALYSIS

RESULTS OF OPERATIONS

The following table shows, for the fiscal years indicated, certain items from the Company's consolidated statements of earnings expressed as a percentage of net sales.

Year Ended May 31,	Percentage of Net Sales		
	1991	1990	1989
Net sales	100.0%	100.0%	100.0%
Cost of goods sold	74.9	72.5	76.4
Gross profit	25.1	27.5	23.6
Selling, general and administrative expenses	10.4	12.6	15.0
Operating profit	14.7	14.9	8.6
Other income (expense):			
Interest expense	(3.1)	(3.4)	(3.5)
Interest and other income	1.0	.8	.9
	(2.1)	(2.6)	(2.6)
Earnings before income taxes	12.6	12.3	6.0
Income tax expense	4.9	4.7	2.2
NET EARNINGS	7.8%	7.6%	3.8%

FISCAL 1991 COMPARED TO FISCAL 1990

Net sales for fiscal 1991 of \$43.3 million were \$11.5 million, or 36.2%, higher than the sales of \$31.8 million in fiscal 1990. Net sales of converting and packaging services increased 67.9% to \$23.5 million during fiscal 1991 from \$14.0 million in fiscal 1990, primarily due to increased volume of sports and other collectible picture card production for new customers. This increase occurred in spite of the absence of converting and packaging sales in fiscal 1991 to two customers which had been the Company's largest customers in fiscal 1990. In addition, net sales of specialty printing increased 20.0% to \$16.8 million during fiscal 1991 from \$14.0 million in fiscal 1990, primarily due to increased production of sports and other collectible picture cards.

Gross profit increased \$2.1 million, or 24.2%, during fiscal 1991 as compared to fiscal 1990 due to increased sales, offset in part by lower gross profit margins. Gross profit as a percentage of net sales decreased during fiscal 1991 to 25.1% from 27.5% during fiscal 1990. This decrease was due primarily to a reduction in gross margins at Outlook Label because of a change in project mix and higher labor costs at the Company related to the training and retention of additional employees hired to support new and increased production requirements.

Selling, general and administrative expenses as a percentage of net sales decreased during fiscal 1991 to 10.4% as compared to 12.6% for fiscal 1990, primarily due to the increase in net sales and the fixed nature of certain selling, general and administrative expenses.

Interest expense as a percentage of net sales decreased slightly to 3.1% during fiscal 1991 from 3.4% for fiscal 1990. However, the dollar amount of interest expense increased by \$252,000 to \$1.3 million for fiscal 1991 due to increased borrowings to finance capital expenditures prior to the Company's initial public offering in May 1991. Interest income increased during fiscal 1991 primarily due to earnings from \$3.1 million of unexpended funds from industrial development bond financing.

As a result of the factors discussed above, and reflecting a relatively constant effective income tax rate for both periods, net earnings for fiscal 1991 increased by \$945,000, or 39%, compared to fiscal 1990. Net earnings as a percentage of net sales increased slightly to 7.8% for fiscal 1991 compared to 7.6% in fiscal 1990.

Because of the project-oriented nature of the Company's business, the Company's largest customers tend to vary from year to year depending on the number and size of the projects completed for these customers. Additionally, the Company's sales have been relatively concentrated among its largest customers, as well as concentrated in the sports picture card business which constituted 43% and 26% of net sales in fiscal 1991 and 1990, respectively. Changes in the Company's project mix and customer base, or the demand for the Company's services relating to sports picture cards, could affect future sales volume and profitability.

MANAGEMENT'S DISCUSSION AND ANALYSIS (CONTINUED)

FISCAL 1990 COMPARED TO FISCAL 1989

Net sales for fiscal 1990 increased by \$14.5 million, or 83.7%, over net sales for fiscal 1989. In fiscal 1990, the Company significantly expanded its converting and packaging of sports picture cards, which accounted for \$8.3 million, or 26.2%, of net sales in fiscal 1990. Outlook Label completed its first full year of operations with the Company and generated net sales of \$6.9 million (representing 21.8% of net sales), as compared to \$1.8 million for the five month period included in fiscal 1989.

Gross profit increased \$4.7 million, or 114%, in fiscal 1990 as compared to fiscal 1989. Gross profit as a percentage of net sales increased to 27.5% for fiscal 1990 from 23.6% for fiscal 1989. The improvement in gross profit margins is primarily attributable to the growth in converting and packaging services and the resulting more efficient utilization of production resources. Increases in Outlook Label's net sales and improvement in its margins also contributed to the increase in gross profit percentage.

While total selling, general and administrative expenses increased by \$1.4 million from fiscal 1989 to fiscal 1990, they decreased as a percentage of net sales to 12.6% in fiscal 1990 from 15.0% in fiscal 1989. The increase in the dollar amount primarily reflects a full year of Outlook Label operations, increased compensation expense and other expenses related to the growth in net sales. The decrease in the percentage amount primarily resulted from the increase in net sales and the fixed nature of certain selling, general and administrative expenses.

Interest expense as a percentage of net sales decreased slightly to 3.4% in fiscal 1990 from 3.5% in fiscal 1989. However, the dollar amount of interest expense increased by \$460,000 from \$611,000 in fiscal 1989 to \$1,071,000 in fiscal 1990 due to additional bank borrowings used to finance capital expenditures to support the growth in sales.

As a result of the factors discussed above, and despite an increase in the Company's effective tax rate from 36.4% to 38.5%, net earnings as a percentage of net sales increased to 7.6% in fiscal 1990 from 3.8% in fiscal 1989.

LIQUIDITY AND CAPITAL RESOURCES

The Company completed an initial public offering in May 1991. The Company's issuance of 1,561,372 shares of Common Stock netted proceeds to the Company of \$16.2 million. The Company used \$13.5 million of the proceeds to reduce outstanding debt and the balance of the proceeds were retained as working capital.

The Company has a bank agreement with an available revolving credit facility. As of May 31, 1991, 1990 and 1989, \$0, \$1.6 million and \$2.2 million, respectively, had been drawn under the revolving credit facility, which provides a commitment of \$3.75 million through September 12, 1991. In addition, the bank agreement included term loan facilities under which \$0, \$6.0 million and \$5.8 million, respectively, were outstanding as of May 31, 1991, 1990 and 1989.

The Company has generated cash flows from operations during each of the past three full fiscal years. The Company's line of credit provides an additional source of liquidity when needed.

The Company's policy has been to fund capital expenditures with cash generated from operations and through borrowings, and by leasing certain assets rather than purchasing them. In some instances, the Company has acquired capital equipment with cash generated from operations or its revolving credit facility and has recovered these funds through the ensuing sales of that equipment (at cost) to third parties that lease the equipment back to the Company. Amounts recoverable from sale and lease-back transactions relate to cash amounts recoverable by the Company at a stated date pursuant to sale/leaseback financing commitments not yet funded. The Company uses sale/leaseback financing with respect to new equipment, and does not sell and lease back existing equipment as a source of funds.

The competitive requirements of the graphic services industry require the Company to make significant capital expenditures to maintain and improve its equipment and facilities. During fiscal 1991, the Company made approximately \$7.0 million in capital expenditures, excluding the cost of capital equipment financed through sale/leaseback transactions.

MANAGEMENT'S DISCUSSION AND ANALYSIS (CONTINUED)

The expenditures consisted of \$5.4 million for equipment, \$660,000 for expansion of the Company's pressroom facilities, and \$1.0 million for a plant expansion at Outlook Label. The Company financed its fiscal 1991 capital expenditures through increased bank borrowings, industrial development bond financing and working capital. Additionally, during fiscal 1991, the Company entered into two operating leases for equipment valued at \$5.0 million which require total annual lease payments of \$901,000.

During fiscal 1990, the Company made approximately \$4.6 million in capital expenditures of which the Company recovered \$1.2 million during the first quarter of fiscal 1991 through a sale and leaseback of new equipment. During fiscal 1990, the Company generated cash from operations of approximately \$4.2 million, which was used primarily for the acquisition of capital equipment. Also during fiscal 1990, the Company borrowed \$2.1 million using industrial development bond financing, of which \$605,000 remained available for future use at May 31, 1990.

During fiscal 1989, the Company's capital expenditures totaled \$4.3 million and were funded through bank borrowings and cash generated from operations.

The Company anticipates capital expenditures of approximately \$8.0 million in fiscal 1992. The Company intends to finance the expenditures

through \$2.7 million in working capital of the proceeds remaining from the initial public offering after debt repayment, and through funds obtained from operations and borrowings. The Company's capital position has been strengthened as a result of the repayment of outstanding debt with the proceeds from the initial public offering. The Company believes this strengthening will enhance its ability to obtain future additional debt financing under favorable terms. Outlook Label also has available \$3.0 million in unexpended proceeds from previous industrial development bond financing. The Company may also continue to obtain the use of new equipment through operating lease arrangements if advantageous to the Company to do so.

The Company's debt agreements include covenants and restrictions which require the Company to maintain certain capital levels, prohibit the payment of dividends, restrict capital expenditures and otherwise require the Company to meet certain financial tests. The Company has, in the past, received waivers to permit it to take actions which would not otherwise be permitted by the covenants; these waivers have permitted additional specified capital investments, repurchases of securities and stock dividends. The Company currently is negotiating a new debt agreement with an expanded line of credit and less restrictive covenants.

IMPACT OF INFLATION

In general, the Company believes that the effects of inflation on the Company have not been material in recent years.

PRINCIPAL CLASSES OF SERVICES

The following table sets forth the approximate amount and percentage of net sales contributed by each principal class of the Company's services during the last three fiscal years:

Fiscal Year Ended May 31, (dollars in thousands)	1991		1990		1989	
Specialty Printing	\$16,754	39%	\$14,007	44%	\$ 8,299	48%
Converting and Packaging	23,546	54	14,037	44	5,817	34
Distribution	2,975	7	3,721	12	3,176	18
TOTAL	\$43,275	100%	\$31,765	100%	\$17,292	100%

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CONSOLIDATED BALANCE SHEETS

May 31, (in thousands, except share amounts)	1991	1990
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents (note A)	\$ 3,467	\$ 440
Accounts receivable, less allowance for doubtful accounts of \$208 and \$202 respectively	7,347	3,226
Notes receivable—current maturities (note B)	21	65
Recoverable funds from sale/leaseback (note J)	—	1,162
Inventories (notes A and C)	4,369	2,016
Prepaid expenses	285	125
Deferred income taxes (note H)	685	342
Other	295	177
Total current assets	16,469	7,553
PROPERTY, PLANT AND EQUIPMENT—AT COST		
Buildings	5,651	4,006
Machinery and equipment	16,585	12,253
Machinery and equipment deposits	848	145
Total	23,084	16,404
Less accumulated depreciation (note A)	4,887	3,520
Land	18,197	12,884
	152	125
Total	18,349	13,009
OTHER ASSETS		
Equipment acquisition trust fund (note D)	2,985	605
Goodwill (notes A and K)	521	550
Notes receivable—less current maturities (note B)	89	95
Other	286	90
Total	3,881	1,340
TOTAL ASSETS	\$38,699	\$21,902
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Current maturities of long-term debt (note E)	\$ 426	\$2,865
Accounts payable	2,201	667
Accrued liabilities		
Salaries and wages	1,385	975
Payroll and other taxes	205	109
Interest	58	144
Other	241	119
Total	1,889	1,347
Income taxes (note H)	—	672
Total current liabilities	4,516	5,551
LONG-TERM DEBT, less current maturities (note E)	4,409	7,005
DEFERRED INCOME TAXES (note H)	2,308	1,453
COMMITMENTS (note J)	—	—
STOCKHOLDERS' EQUITY (notes F and I)		
Cumulative Preferred Stock, \$.01 par value—authorized 1,000,000 shares; none issued	—	—
Common Stock, \$.01 par value—authorized 15,000,000 shares; issued and outstanding, 5,055,382 and 3,489,885 shares, respectively	51	35
Additional paid in capital	18,280	2,077
Retained earnings	9,135	5,781
Total	27,466	7,893
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$38,699	\$21,902

The accompanying notes are an integral part of these statements.

CONSOLIDATED STATEMENTS OF EARNINGS

Year Ended May 31, (in thousands, except per share amounts)	1991	1990	1989
Net sales	\$43,275	\$31,765	\$17,292
Cost of goods sold	32,407	23,013	13,204
Gross profit	10,868	8,752	4,088
Selling, general and administrative expenses	4,499	4,014	2,601
Operating profit	6,369	4,738	1,487
Other income (expense)			
Interest expense	(1,323)	(1,071)	(611)
Interest income	178	112	66
Other income	242	135	88
	(903)	(824)	(457)
Earnings before income taxes	5,466	3,914	1,030
Income tax expense (note H)	2,112	1,505	374
NET EARNINGS	\$ 3,354	\$ 2,409	\$ 656
NET EARNINGS PER SHARE (NOTE A)	\$.92	\$.69	\$.21
Weighted average number of shares outstanding	3,651,023	3,471,471	3,094,152

The accompanying notes are an integral part of these statements.

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY

(dollars in thousands)	Common Stock		Additional paid in capital	Retained earnings	Total
	Shares	Amount			
Balance at May 31, 1988 (note F)	2,919,852	\$30	\$ 732	\$2,716	\$ 3,478
Issuance of shares under stock purchase plan (note G)	17,045	—	39	—	39
Issuance of shares in acquisition of Outlook Label (note K)	536,245	5	1,262	—	1,267
Repurchase of shares	(17,333)	—	(38)	—	(38)
Net earnings for 1989	—	—	—	656	656
Balance at May 31, 1989	3,455,809	35	1,995	3,372	5,402
Issuance of shares under stock purchase and stock option plans (notes G and I)	36,880	—	92	—	92
Repurchase of shares	(2,804)	—	(10)	—	(10)
Net earnings for 1990	—	—	—	2,409	2,409
Balance at May 31, 1990	3,489,885	35	2,077	5,781	7,893
Issuance of shares under stock option plan (note I)	4,125	—	9	—	9
Issuance of shares in initial public offering (note F)	1,561,372	16	16,195	—	16,211
Net earnings for 1991	—	—	—	3,354	3,354
Payment of fractional shares	—	—	(1)	—	(1)
Balance at May 31, 1991	5,055,382	\$51	\$18,280	\$9,135	\$27,466

The accompanying notes are an integral part of these statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS

Year Ended May 31, (in thousands)	1991	1990	1989
Cash flows from operating activities:			
Net earnings	\$3,354	\$2,409	\$ 656
Adjustments to reconcile net earnings to net cash provided by operating activities:			
Depreciation and amortization	1,694	1,284	803
Deferred income taxes	512	343	123
Other	(7)	(5)	(23)
Change in assets and liabilities net of effects from purchase of business:			
Increase in accounts receivable	(4,121)	(159)	(853)
(Increase) decrease in inventories	(2,353)	313	(911)
Increase in prepaid expenses	(160)	(11)	(66)
Increase in other current assets	(118)	(125)	(34)
Increase (decrease) in accounts payable	1,534	(937)	641
Increase in accrued liabilities	542	547	182
Increase (decrease) in income taxes	(672)	552	(10)
Net cash provided by operating activities	205	4,211	508
Cash flows from investing activities:			
(Increase) decrease in recoverable funds from sale/leaseback	1,162	(1,162)	—
Acquisition of property, plant and equipment	(6,950)	(3,449)	(4,265)
Increase in equipment acquisition trust fund	(2,380)	(605)	—
Proceeds from notes receivable	65	333	186
Proceeds from sale of equipment	39	147	157
Change in other assets	(50)	(70)	(4)
Business acquired, net of cash received	—	—	(212)
Net cash used in investing activities	(8,114)	(4,806)	(4,138)
Cash flows from financing activities:			
Net payments under revolving credit agreement	(1,600)	(635)	(275)
Proceeds from long-term borrowings	8,601	2,200	4,549
Proceeds from net issuance of Common Stock	16,219	82	1
Payments on long-term borrowings	(12,036)	(612)	(782)
Change in other assets	(248)	—	—
Net cash provided by financing activities	10,936	1,035	3,493
Net increase (decrease) in cash and cash equivalents	3,027	440	(137)
Cash and cash equivalents at beginning of year	440	—	137
CASH AND CASH EQUIVALENTS AT END OF YEAR	\$ 3,467	\$ 440	\$ —

Supplemental disclosures of cash flow information:

Cash paid during the year for:

Interest	\$ 1,409	\$ 990	\$ 572
Income taxes	2,393	609	260

Supplemental disclosures of non-cash investing and financing activities:

During 1989, the Company acquired all of the common stock of Outlook Label and acquired fixed assets from Olympic Partnership in exchange for 536,245 shares of Common Stock and \$250,000 in cash (see Note K). Liabilities were assumed as follows:

Fair value of assets acquired	\$3,480
Cash paid	(250)
Stock issued	(1,267)
Liabilities assumed	\$1,963

On September 1, 1989, the Company issued 1,157,052 shares of Common Stock in a 3-for-2 stock split effected in the form of a 50% stock dividend. On August 3, 1990, the Company issued 2,223,418 shares of Common Stock in a 2.75-for-1 stock split effected in the form of a 175% stock dividend.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE A—SUMMARY OF ACCOUNTING POLICIES

A summary of the Company's significant accounting policies consistently applied in the preparation of the accompanying consolidated financial statements follows.

PRINCIPLES OF CONSOLIDATION

The consolidated financial statements include all the accounts of Outlook Graphics Corp. and Outlook Label Systems, Inc. ("Outlook Label") (a wholly owned subsidiary formerly known as Olympic Label Systems, Inc.). All intercompany accounts and transactions have been eliminated in the preparation of the consolidated financial statements. The Company operates in a single industry segment, graphic services.

During the year ended May 31, 1991, 43% of the Company's net sales, and 56% of the accounts receivable balance at May 31, 1991, relate to the production of sports and other collectible picture cards.

REVENUE RECOGNITION

Revenue is recognized when services have been completed and the product has been shipped.

CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash on hand, demand deposits and short-term investments with maturities of three months or less.

The Company maintains its cash balance in several financial institutions in Wisconsin. These balances are insured by the Federal Deposit Insurance Corporation up to \$100,000 per institution. At May 31, 1991, uninsured amounts held at these financial institutions aggregate to \$4,473,000.

INVENTORIES

Inventories are stated at the lower of cost or market. Cost is determined using the first-in, first-out method.

DEPRECIATION

Depreciation is provided for in amounts sufficient to relate the cost of depreciable assets to operations over their estimated service lives, on a straight-line basis as follows:

Buildings	10–40 years
Machinery and equipment	5–10 years

Accelerated methods are used for tax purposes.

GOODWILL

The excess of cost over the fair value of assets acquired in the purchase of Outlook Label is being amortized on the straight-line basis over a period of 20 years. Accumulated amortization is \$64,000 and \$35,000 at May 31, 1991 and 1990.

EARNINGS PER SHARE

Net earnings per share is computed based on the weighted average number of shares of stock outstanding during each year.

NOTE B—NOTES RECEIVABLE

Notes receivable consist of the following (in thousands):

	1991	1990
11% note, due June 28, 1990, including interest (1)	\$ —	\$ 47
11% note, due September 28, 1994, receivable in annual payments of \$30,595, including interest (1)	95	113
10% note due April 15, 1994, receivable in monthly installments (2)	15	—
	110	160
Less current maturities	21	65
	\$ 89	\$ 95

(1) Collateralized by a guarantee from the parent company of the borrower.

(2) Collateralized by equipment.

Future maturities of notes receivable as of May 31, 1991, are as follows (in thousands):

1992	\$ 21
1993	30
1994	32
1995	27
	\$110

NOTE C—INVENTORIES

Inventories consist of the following (in thousands):

	1991	1990
Raw materials	\$2,485	\$1,526
Work in process	1,884	490
	\$4,369	\$2,016

NOTE D—EQUIPMENT ACQUISITION TRUST FUND

As discussed in Note E, the Company obtained proceeds of \$835,000 from the sale of industrial development bonds. During September 1990, the Company obtained an additional \$4 million from the sale of industrial development bonds. Unexpended funds are held by a bank under a trust agreement and will be used to purchase new machinery and equipment.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

NOTE E—LONG-TERM DEBT

Long-term debt consists of the following (in thousands):

	1991	1990
Term loans	\$ —	\$6,005
Revolving loan	—	1,600
Industrial development bonds	4,835	2,245
Various notes	—	20
	<u>4,835</u>	<u>9,870</u>
Less current maturities	426	2,865
	<u>\$4,409</u>	<u>\$7,005</u>

TERM LOANS

The loans were payable in monthly installments ranging from \$13,000 to \$55,000 including interest ranging from 11.1% to prime plus .5%. These loans were paid in full during May 1991.

REVOLVING LOAN

The Company has a \$3,750,000 revolving credit agreement expiring September 12, 1991. Borrowings thereunder bear interest at .5% over prime. The outstanding balance was paid in full during May 1991.

INDUSTRIAL DEVELOPMENT BONDS

On April 1, 1980, the Company entered into an agreement for industrial development bond financing in the aggregate principal amount of \$650,000 with interest ranging from 9.2% to 9.5%, due in annual principal installments of \$55,000 through April 1992. These bonds were retired during May 1991.

On June 1, 1989, the Company entered into an agreement for industrial development bond financing in the aggregate principal amount of \$1,300,000 with annual principal installments ranging from \$74,000 to \$321,000 commencing on June 1, 1991, with interest at 98% of the prime rate through June 1, 1999. These bonds were retired during May 1991.

On June 1, 1989, the Company entered into an agreement for industrial development bond financing in the aggregate principal amount of \$835,000 with annual principal installments ranging from \$26,000 to \$522,000 commencing on June 1, 1991, with interest at 10% through June 1, 1994, and then at 98% of the prime rate through June 1, 1999. As of both May 31, 1991 and 1990, \$835,000 was outstanding.

On September 1, 1990, Outlook Label entered into an agreement for industrial development bond financing in the aggregate principal amount of \$4,000,000 with annual principal installments of \$400,000 commencing September 1, 1991, with interest at a floating rate determined by a remarketing agent (5.75% at May 31, 1991). As of May 31, 1991, \$4,000,000 was outstanding.

The revolving loan and the industrial development bonds are collateralized by the Company's accounts receivable, inventories, property, plant and equipment and the common stock of Outlook Label.

The revolving loan and the industrial development bond obligations are subject to the terms of certain loan agreements which contain provisions setting forth, among other things, working capital, net worth and debt to equity requirements, and restrictions on property and equipment additions, loans, investments, other borrowings, management consulting services, and acquisitions and redemptions of the Company's stock or the issuance of stock except for cash. Additionally, the Company may not pay cash dividends without the prior consent of its lenders. The Company has obtained waivers for certain past actions which otherwise would have constituted violations of covenants under the loan agreements. The waivers relate to limitations on additional indebtedness and investments in other entities, capital expenditure limitations, prohibitions on repurchase of stock, limitations on the purchase or the sale and leaseback of equipment, the issuance of shares of stock and prepayments of outstanding debt.

At May 31, 1991, future maturities of long-term debt were as follows (in thousands):

1992	\$ 426
1993	429
1994	432
1995	436
1996	440
Thereafter	2,672
Total maturities	<u>\$4,835</u>

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

NOTE F—STOCKHOLDERS' EQUITY

On August 2, 1990, the stockholders adopted Restated Articles of Incorporation of the Company which increased the authorized number of shares of Common Stock from 2,000,000 to 15,000,000 shares. Also authorized were 1,000,000 shares of Cumulative Preferred Stock. The Board of Directors declared a 2.75-for-1 stock split effected in the form of a 175% stock dividend payable with respect to shares of Common Stock outstanding on August 3, 1990, with resulting fractional interests paid in cash. A 3-for-2 stock split effected in the form of a 50% stock dividend was distributed to stockholders of record on September 1, 1989. An amount equal to the par value of the common shares issued was transferred from additional paid in capital to the Common Stock account. These transfers have been reflected in the consolidated statement of stockholders' equity at May 31, 1988. All share and per share amounts included in the financial statements and notes are based on the increased number of shares giving retroactive effect to these stock splits.

In May 1991, the Company completed an initial public offering in which it issued 1,561,372 shares of Common Stock at a price to the underwriters of \$10.69 per share. The proceeds of the offering to the Company, after deducting all associated costs, were \$16,211,000.

NOTE G—EMPLOYEE BENEFIT PLANS

EMPLOYEE STOCK PURCHASE PLAN

Effective February 1990, the Company's employee stock purchase plan was suspended. Under the plan, employees were given the opportunity to purchase shares of the Company's Common Stock at prices determined by the Board of Directors and approved by the stockholders. The purchase price was intended to reflect the fair value of the Company's stock at the time of the purchase.

EMPLOYEE SAVINGS PLAN

The Company offers a 401(k) savings plan for all employees that meet certain eligibility requirements. Employee contributions to the plan are made through payroll deductions. In addition, the Company matches 25% of the first 6% of each employee's compensation deferral. Employer matching contributions under the 401(k) plan for the years ended May 31, 1991, 1990 and 1989 totaled \$51,000, \$34,000 and \$23,000, respectively.

NOTE H—INCOME TAXES

The provision for income taxes consists of the following (in thousands):

	1991	1990	1989
Currently payable			
Federal	\$1,288	\$ 939	\$206
State	312	223	45
	<u>1,600</u>	<u>1,162</u>	<u>251</u>
Deferred (related to)			
Tax over book depreciation	394	436	199
Capital lease-tax	199	—	—
Installment sale	(10)	(51)	(25)
Allowance for doubtful accounts	(5)	(34)	(22)
Inventory capitalization	(51)	3	(18)
Other, net	(15)	(11)	(11)
	<u>512</u>	<u>343</u>	<u>123</u>
	\$2,112	\$1,505	\$374

The effective tax rates for the years ended May 31, 1991, 1990 and 1989, were 38.6%, 38.5% and 36.4% respectively. The variation between the effective rate and the statutory federal income tax rate is a result of the following, expressed as a percentage of pre-tax income:

	1991	1990	1989
Statutory federal income tax	34.0%	34.0%	34.0%
State income taxes net of federal income tax benefit	5.2	5.2	5.2
	<u>39.2</u>	<u>39.2</u>	<u>39.2</u>
Increase (decrease) in income taxes			
General business credits	(.2)	(.8)	(2.1)
Other	(.4)	.1	(.7)
	<u>38.6%</u>	<u>38.5%</u>	<u>36.4%</u>

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

NOTE I—STOCK OPTIONS

In the fiscal year ended May 31, 1985, the stockholders approved an incentive stock option plan under which 84,662 shares of Common Stock were available for issuance. Options were granted at market value on the date of grant, but not less than the employee stock purchase plan price. The options were exercisable from the date of grant and terminate three years from date of grant.

Transactions for the last three fiscal years are as follows:

	1991	1990	1989
Options outstanding, beginning of year	4,125	12,375	16,500
Granted	—	—	—
Exercised	(4,125)	(8,250)	—
Expired	—	—	(4,125)
Options outstanding, end of year	—	4,125	12,375
Option price range at May 31		\$2.30	\$1.94— \$2.30

On August 17, 1989, the stockholders approved an incentive stock option plan under which 55,000 shares of Common Stock were available for issuance. Options were granted at market value as set for the employee stock purchase plan plus \$.18. Options are exercisable on the date of grant and terminate three years from date of grant.

Transactions are as follows:

	1991	1990
Options outstanding, beginning of year	48,125	—
Granted	—	48,125
Exercised	—	—
Expired	4,125	—
Options outstanding, end of year	44,000	48,125
Option price	\$3.09	\$3.09

On August 2, 1990, the stockholders also approved the 1990 Stock Option Plan (the "1990 Plan"). Options may be granted under the 1990 Plan through May 31, 2000, to key salaried employees, including officers. The 1990 Plan provides for a maximum issuance of 200,000 shares of Common Stock. The exercise price for options granted may not be less than the quoted market price on the date of the grant. Options may not be exercised for at least six months after the date of the grant except in the event of death or disability. The 1990 Plan supersedes and replaces the

Company's other stock option plans except that any stock options outstanding under such plans shall continue in effect until they have been exercised or have expired or otherwise terminated. No options had been granted under the 1990 Plan as of May 31, 1991.

Options outstanding under the Company's stock option plans have been considered in the computation of the weighted average number of shares outstanding used to calculate net earnings per share.

NOTE J—COMMITMENTS

At May 31, 1990, the Company conducted a portion of its operations in leased facilities under an operating lease which would have expired in October 1991. In November 1990, a new operating lease was executed which expires in November 1998. The Company is responsible for all taxes, insurance and maintenance costs and has an option to purchase the property which expires November 30, 1992. The Company also leases equipment under a noncancellable operating lease which expires in December 1996.

In April 1990, the Company acquired certain additional equipment, at a cost of \$1,162,000, and agreed with a financial institution to a sale and leaseback of that equipment. The terms of this sale and leaseback arrangement were finalized, and the transaction consummated, in August 1990. The Company did not realize or recognize any gain or loss resulting from the transaction. The operating lease expires in August 1997.

During the year ended May 31, 1991, the Company acquired certain additional equipment at a total cost of \$3,926,000. On March 21, 1991, the equipment was sold at its cost and is being leased back by the Company through March 1995. The Company did not realize or recognize any gain or loss resulting from the transaction.

The following is a schedule, by fiscal years, of the rental payments due under these leases, as of May 31, 1991, (in thousands):

1992	\$1,329
1993	1,313
1994	1,313
1995	3,162
1996	631
Thereafter	820
Total	\$8,568

Rent expense for the years ended May 31, 1991, 1990 and 1989, was \$705,000, \$330,000 and \$52,000 respectively.

The Company had agreements to purchase additional equipment for approximately \$1,728,000 at May 31, 1991.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

NOTE K—BUSINESS ACQUISITION

In February 1989 the Company acquired Outlook Label, effective for financial reporting purposes as of January 1, 1989. Certain stockholders and directors of the Company were also noncontrolling stockholders and directors of Outlook Label and held interests in the related partnership referred to below. The stockholders of Outlook Label received 536,245 shares of the Company's Common Stock in exchange for all of the outstanding shares of Outlook Label. In addition, the Company purchased certain assets and assumed certain liabilities from a partnership, related through common ownership to Outlook Label, for \$250,000.

The acquisition was accounted for as a purchase and the excess of the cost over the fair value of the net assets acquired was \$585,000, which is being amortized over a period of 20 years using the straight-line method. The consolidated results of operations include the operations of Outlook Label from January 1, 1989.

The unaudited consolidated results of operations on a pro forma basis as though Outlook Label had been acquired on June 1, 1988, are as follows:

	Pro forma year ended May 31, 1989
Net sales (in thousands)	\$19,824
Net earnings (in thousands)	\$ 534
Net earnings per share	\$.15

NOTE L—MAJOR CUSTOMERS

During the years ended May 31, 1991, 1990 and 1989, the Company had sales to major customers. A major customer is defined as a customer that accounts for more than 10% of a company's net sales. Sales to these customers amounted to the following percentages of the Company's net sales:

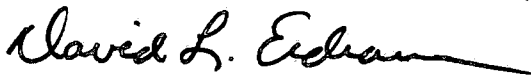
	1991	1990	1989
Impel Marketing	23%	0%	0%
Fleer Corp.	15	5	0
Kellogg Company	1	15	22
National Football League Properties, Inc.	0	12	0
Banta Corporation	5	9	17

STATEMENT OF MANAGEMENT RESPONSIBILITY FOR FINANCIAL STATEMENTS

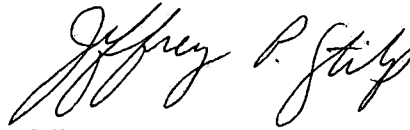
The consolidated financial statements and accompanying information were prepared by and are the responsibility of management. The statements were prepared in conformity with generally accepted accounting principles and, as such, include amounts that are based on management's best estimates and judgments.

The internal control systems are designed to provide reliable financial information for the preparation of financial statements, to safeguard assets against loss or unauthorized use and to ensure that transactions are executed consistent with company policies and procedures. Management believes that existing internal accounting control systems are achieving their objectives and that they provide reasonable assurance concerning the accuracy of the financial statements.

Oversight of management's financial reporting and internal accounting control responsibilities is exercised by the Board of Directors, through an Audit Committee which consists solely of outside directors. The committee meets periodically with financial management and the independent accountants to ensure that each is meeting its responsibilities and to discuss matters concerning auditing, internal accounting control and financial reporting. The independent accountants have free access to meet with the Audit Committee without management's presence.



David L. Erdmann
Chairman and President



Jeffrey P. Stilp
Treasurer and Controller

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

Board of Directors and Stockholders
Outlook Graphics Corp. and Subsidiary

We have audited the accompanying consolidated balance sheets of Outlook Graphics Corp. (a Wisconsin corporation) and Subsidiary as of May 31, 1991 and 1990, and the related consolidated statements of earnings, stockholders' equity and cash flows for each of the three years in the period ended May 31, 1991. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An

audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Outlook Graphics Corp. and Subsidiary as of May 31, 1991 and 1990, and the consolidated results of their operations and their consolidated cash flows for each of the three years in the period ended May 31, 1991, in conformity with generally accepted accounting principles.

Grant Thornton

Appleton, Wisconsin
June 27, 1991

QUARTERLY DATA (UNAUDITED)

The following table sets forth unaudited selected quarterly financial information for each of the two most recent fiscal years:

Quarter Fiscal Year Ended May 31, 1991	First	Second	Third	Fourth	Total
	(in thousands, except per share amounts)				
Net sales	\$8,813	\$9,989	\$12,344	\$12,129	\$43,275
Gross profit	2,497	2,424	2,235	3,712	10,868
Net earnings	735	701	1,011	907	3,354
Earnings per share	.21	.20	.29	.23	.92
1990					
Net sales	\$7,465	\$9,443	\$7,957	\$6,900	\$31,765
Gross profit	2,249	2,672	2,234	1,597	8,752
Net earnings	674	792	619	324	2,409
Earnings per share	.20	.23	.18	.09	.69

MARKET PRICES AND DIVIDENDS

The Company's Common Stock has been quoted on the NASDAQ National Market System since the Company's initial public offering of Common Stock, at \$11.50 per share, on April 24, 1991. Prior to that date, there was no established public trading market for the Common Stock. The following table sets forth high and low sales prices as reported on the NASDAQ National Market System since April 24, 1991, for the indicated fiscal year periods.

	High	Low
Fiscal 1991: Fourth Quarter (April 24, 1991 to May 31, 1991)	\$13 $\frac{1}{2}$	\$10 $\frac{1}{4}$
Fiscal 1992: First Quarter (June 1, 1991 to August 9, 1991)	\$13 $\frac{1}{2}$	\$10 $\frac{1}{4}$

The Company has not paid any cash dividends since its inception. The Company presently intends to employ its earnings in the continued development and expansion of its business and does not expect to pay any cash dividends in the foreseeable future. The Company may not pay cash dividends under various existing lending agreements without the lenders' consents so long as such agreements remain outstanding; for a description of dividend restrictions, see Note E of Notes to Consolidated Financial Statements. Future dividend policy will depend on the Company's earnings, capital requirements, borrowing agreements, financial conditions and other factors considered relevant by the Board of Directors.

As of August 9, 1991, there were 754 shareholders of record of Common Stock.

DIRECTORS

Wayne G. Beattie, 42, (1)
Secretary and Salesperson
Outlook Graphics Corp.

James L. Dillon, 46, (2)(3)
Accountant
DiRenzo, Simonis & Miller,
Certified Public Accountants

David L. Erdmann, 48, (1)
Chairman and President
Outlook Graphics Corp.

Roger G. Hathaway, 63 (1)(2)(3)
Retired Vice President-
Human Resources
Neenah Foundry Company
(manufacturer of construction
and industrial castings)

George P. Mueller, 69 (2)(3)(4)
Chairman
Integrated Paper Services, Inc.
(pulp and paper making services)

Lawrence C. Siltan, 49 (2)(3)
Attorney
Patterson, Jensen, Wylie, Siltan
& Seifert, S.C.

Charles E. Thompson, 47 (1)
Executive Vice President
Outlook Graphics Corp.

A. John Wiley, Jr., 48 (4)
Salesperson
Outlook Graphics Corp.

**COMMITTEES
OF THE BOARD**

- (1) Executive
- (2) Audit
- (3) Compensation
- (4) Alternate member of
Executive Committee

OFFICERS

David L. Erdmann, 48
Chairman and President

Jeffrey H. Collier, 38
Vice President-Manufacturing

Charles E. Thompson, 47
Executive Vice President

Jeffrey P. Stilp, 33
Treasurer and Controller

Wayne G. Beattie, 42
Secretary

CORPORATE INFORMATION**CORPORATE HEADQUARTERS**

Outlook Graphics Corp.
1180 American Drive
Neenah, Wisconsin 54956
(414) 722-2333

STOCK EXCHANGE LISTING

NASDAQ National Market System
Symbol: OUTL
Newspaper abbreviations:
OutGraph, OutlkGraph

**INDEPENDENT CERTIFIED
PUBLIC ACCOUNTANTS**

Grant Thornton
Appleton, Wisconsin

LEGAL COUNSEL

Quarles & Brady
Milwaukee, Wisconsin

**TRANSFER AGENT
AND REGISTRAR**

First Wisconsin Trust Company
615 E. Michigan Street
P. O. Box 2077
Milwaukee, WI 53201-2077
(414) 287-3900
(800) 637-7549

FORM 10-K REPORT

Single copies of the annual report
on Form 10-K as filed with the
Securities and Exchange
Commission are available to
stockholders without charge.
To obtain a copy, contact the
stockholder services department
at the Company address.

**STOCKHOLDER/INVESTOR
INFORMATION CONTACT**

For additional information on the
Company, please contact the
stockholder services department
at the Company address.

ANNUAL MEETING

The annual meeting of
stockholders of Outlook Graphics
Corp. will be held on
Thursday, October 10, 1991,
at 7:00 p.m. at the Paper Valley
Hotel & Conference Center,
333 W. College Avenue,
Appleton, Wisconsin.



O U T L O O K G R A P H I C S C O R P .

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