

Location of Construction: 430 Riverside Industrial Parkway  
 Owner: Utilitrac Corporation  
 Phone: 797-4006

Owner Address: SAA  
 Lessee/Buyer's Name:  
 Phone:  
 Business Name:

Contractor Name: Bay State Industry Welding & Fabrication  
 Address:  
 Phone:

Past Use: Commercial Laundry  
 Proposed Use: Same

Proposed Project Description: 4000 sq. block & steel addition with 2nd floor mezzanine. This space is for storage only, no plumbing.  
 Signature: [Signature]  
 Date: [Date]

Permit Taken By: SP  
 Date Applied For: 2-11-99

1. This permit application does not preclude the Applicant(s) from meeting applicable State and Federal rules.  
 2. Building permits do not include plumbing, septic or electrical work.  
 3. Building permits are void if work is not started within six (6) months of the date of issuance. False information may invalidate a building permit and stop all work..

PERMIT ISSUED WITH REQUIREMENTS  
 P.O. Box 127  
 William Whited Inc.  
 Portland, ME 04112

PERMIT ISSUED  
 ACTION:  
 Approved  
 Denied

PERMIT ISSUED  
 ACTION:  
 Approved with Conditions  
 Denied

PERMIT ISSUED  
 ACTION:  
 Approved  
 Denied

PERMIT ISSUED  
 ACTION:  
 Approved  
 Denied

PERMIT ISSUED  
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 ACTION:  
 Approved  
 Denied

PERMIT ISSUED  
 ACTION:  
 Approved  
 Denied

Permit No: 990134

PERMIT ISSUED

Permit issued: FEB 23 1999

CITY OF PORTLAND

Zone: CBL 556-B-002

Zoning Approval: [Signature]

Special Zone or Reviews: [Signature]

Flood Zone  
 Wetland  
 Shoreland

Subdivision  
 Site Plan map

Variance  
 Miscellaneous  
 Conditional Use  
 Interpretation  
 Approved  
 Denied

Historic Preservation  
 Not in District or Landmark  
 Does Not Require Review  
 Requires Review

Approved  
 Approved with Conditions  
 Denied

Approved  
 Approved with Conditions  
 Denied

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Approved  
 Approved with Conditions  
 Denied



Feb. 26, 1999 Forming for foundation.

March 5, 1999 - Foundation placed.

March 12, 1999 - Foundation back-filled.

March 22, 1999 Block work going up. 12" front sides

March 30, 1999 Steel work going up.

April 9, 1999 Brick work going up rear - structural engineer on site this morning - place deck second floor - William W. Tehard, D.E.

April 16, 1999 Walls, brick veneer completed - Front work about completed

April 22, 1999 work going well about completed - concrete block painter

working on openings and front of bldg.

May 7, 1999 Finishing second floor -

May 21, 1999 - work completed waiting for DRC OK. For cafe.

Inspection Record

Type

Date

Foundation:

Framing:

Plumbing:

Final:

Other:



CITY OF PORTLAND, MAINE

Department of Building Inspection

# Certificate of Occupancy

LOCATION 430 Riverside Industrial Parkway CRI/354-B-002

Date of Issue

This is to certify that the building, premises, or part thereof, at the above location, built — altered — changed as to use under Building Permit No. 990134, has had final inspection, has been found to conform — substantially to requirements of Zoning Ordinance and Building Code of the City, and is hereby approved for occupancy or use, limited or otherwise, as indicated below.

PORTION OF BUILDING OR PREMISES

APPROVED OCCUPANCY

Entire

Use Group S/B

Type 2 B

BOCA 1996

Limiting Conditions:

This certificate supersedes certificate issued

Approved:

(Date)

Inspector

Inspector of Buildings

Notice: This certificate identifies lawful use of building or premises, and ought to be transferred from owner to owner when property changes hands. Copy will be furnished to owner or lessee for one dollar.

Handwritten notes and signatures at the top right of the page.

A review of the site for completion of the site plan improvements approved 11/2/98 has been completed. We offer the following comment:

1. The bituminous sidewalk, bollard, plantings, final paving and parking stall striping remain to be completed; this work must be completed by August 31, 1999. Completion of the site plan improvements has been delayed due to the unexpected requirement by EPA that an underground oil tank must be removed. Removal of the tank must be completed before the site plan improvements can be completed.

It is my opinion that the site can be reasonably, safely used as currently completed and a temporary certificate of occupancy could be issued, assuming Code Enforcement has not outstanding issues.

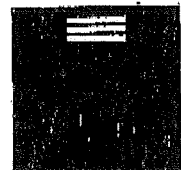
### MEMORANDUM

**TO:** Code Enforcement  
Kandi Talbot, Planner

**FROM:** Jim Wendel, P.E., Development Review Coordinator

**DATE:** June 3, 1999

**RE:** Certificate of Occupancy  
Unitfirst Corporation  
430 Riverside Street



DELUCA-ROMVAY ASSOCIATES, INC.  
CONSULTING ENGINEERS  
770 MAIN STREET  
SUITE 8  
SOUTH PORTLAND, MAINE 04106  
TEL. 207 775 1121  
FAX 207 879 0896

- ROADWAY DESIGN
- ENVIRONMENTAL ENGINEERING
- TRAFFIC STUDIES AND MANAGEMENT
- PERMITTING
- AIRPORT ENGINEERING
- SITE PLANNING
- CONSTRUCTION ADMINISTRATION

CITY OF PORTLAND, MAINE

SITE PLAN APPLICATION

APPLICANT:

UNIFIRST CORPORATION  
68 JONSPIN ROAD  
WILMINGTON, MA 01887

PROJECT

UNIFIRST CORPORATION EXPANSION  
RIVERSIDE INDUSTRIAL PARKWAY

LOCATION:

OCTOBER 14, 1998

William E. Whited, Inc.  
Professional Engineer  
Registered Architect

One Union Wharf (207) 774 2135  
P.O. Box 127, Portland, ME 04112

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**William E. White, Inc.**  
Professional Engineer  
Registered Architect

October 14, 1998

City of Portland  
Planning Department  
398 Congress Street  
Portland, ME 04101

RE: UniFirst Corp. Expansion  
Riverside Industrial Parkway

Dear Sir/Madam:

This application is filed on behalf of UniFirst Corporation, 68 Jonspin Road, Wilmington, MA. The estimated cost is approximately \$350,000. Existing on the site is laundry and servicing of workplace uniforms for many businesses. The proposed addition is to house the incoming laundry on the first floor and to rack the laundered uniforms on the second floor.

Total land area of site is 3.75 acres. Total floor area of the building with the addition will be 49,250 sq. ft. The total ground coverage with the addition will be 45,250 sq. ft. The existing ground coverage of the building is 42,260 sq. ft. There are no easements or other burdens on the existing property. Estimated quantities of solid waste are two dumpsters, one for cardboard products and one for wash products. These dumpsters are emptied weekly.

The existing building is served by public sewer, water and streets. The addition will add no additional burden to these facilities. The wash water from the laundry machines is treated separately and does not enter into the public sewer system. Existing surface drainage is within the lot and directed to detention basins on the westerly and southerly corners of the lot. There is no change in the run-off pattern and the water will flow in its present courses. There is also no change in the total impervious surface of the building and development because the land to be covered is now paved.

The new wing will have a 110 x 10 ft. planting strip on the south side which is a slight increase in the amount of planting area on the lot compared to its present condition. There are minor adjustments to the entrance drive at the facade of the building facing Riverside Industrial Parkway to accommodate a new truck delivery dock which receives soaps, etc., about once each week.

The project will start upon approval of the various boards and agencies and is expected to be completed during the winter months. There are no new state and federal regulatory approvals that this development is subject to, and no applications are pending with those agencies. There are no unusual natural features, wildlife fishery habitats, or geology sites located on or near this site and no steps need to be taken to protect them.

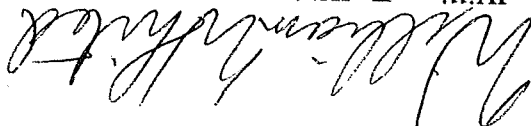
One Union Wharf (207) 774 2135  
P.O. Box 127 - Portland, Maine 04112

CITY OF PORTLAND - PLANNING DEPT.  
RE: UNIFIRST CORP.  
OCTOBER 14, 1998  
P. 2 OF 2

Because this is an existing site with no grading changes, a waiver from the requirements of a 2 ft.

contour topographical survey is requested.  
Enclosed is a financial statement from UniFirst Corp. showing their financial strength and ability to carry out this project. Also included is my resume and resume of the contractor that has been engaged for this project. Within the application is a copy of the owner's deed.

Sincerely,



William E. White, P.E., R.A.  
WILLIAM E. WHITE, INC.



**Site Review Pre-Application  
Multi-Family/Attached Single Family Dwellings/Two-Family Dwelling  
or Commercial Structures and Additions Thereto**

In the interest of processing your application in the quickest possible manner, please complete the information below for Site Plan Review

**NOTE\*\*** If you or the property owner owes real estate or personal property taxes or user charges on ANY PROPERTY within the City, payment arrangements must be made before permits of any kind are accepted.

Applicant Unifirst Corporation  
 Applicant's Mailing Address 68 Jonspin Road, Wilmington, MA 01887  
 Consultant/Agent William E. Whited, P.E., R.A.

Applicant/Agent Daytime telephone and FAX 774-2135 FAX 879-5579 Assessor's Reference, Chart#, Block, Lot#  
 Proposed Development (Check all that apply)  New Building  Building Addition  Change of Use  Residential  Office  Retail  
 Address Of Proposed Site 430 Riverside Industrial Parkway

Applicant/Agent Daytime telephone and FAX 774-2135 FAX 879-5579 Assessor's Reference, Chart#, Block, Lot#  
 Proposed Development (Check all that apply)  New Building  Building Addition  Change of Use  Residential  Office  Retail  
 Existing  Warehouse/Distribution  Other(Specify) Laundry - Distribution  
 Existing  Warehouse/Distribution  Other(Specify) Laundry - Distribution

Proposed Building Square Footage and /or # of Units	Acraege of Site	Zoning
TOTAL <u>49,250</u> Sq. Ft.	<u>3.75</u>	<u>Industrial II</u>
Addition <u>7,000</u> Sq. Ft.		
Existing <u>42,250</u> Sq. Ft.		

You must include the following with you application:

- 1) A Copy of Your Deed or Purchase and Sale Agreement
- 2) 7 sets of Site Plan packages containing the information found in the attached sample plans and checklist.

(Section 14-522 of the Zoning Ordinance outlines the process, copies are available for review at the counter, photocopies are \$ 0.25 per page)

I hereby certify that I am the Owner of record of the named property, or that the proposed work is authorized by the owner of record and that I have been authorized by the owner to make this application as his/her authorized agent. I agree to conform to all applicable laws of this jurisdiction. In addition, if an approval for the proposed project or use described in this application is issued, I certify that the Code Official's authorized representative shall have the authority to enter all areas covered by this approval at any reasonable hour to enforce the provisions of the codes applicable to this approval.

Signature of applicant William E. Whited  
 Date: 10-09-98

Site Review Fee: Major \$500.00 Minor 400.00  
 This application is for site review ONLY, a Building Permit application and associated fees will be required prior to construction.

**CITY OF PORTLAND, MAINE  
SITE PLAN CHECKLIST**

Unifirst Corp. Expansion, 430 Riverside Indus. Pkwy

Project Name, Address of Project

I.d. Number

Section 14-525 (b,c)

Submitted () & Date	Item	Required Information
N.A.	(1)	Standard boundary survey (stamped by a registered surveyor, at a scale of not less than 1 inch to 100 feet and including: Name and address of applicant and name of proposed development
X	(2)	Scale and north points
X	(3)	Boundaries of the site
X	(4)	Total land area of site
N.A.	(5)	Topography - existing and proposed (2 feet intervals or less)
N.A.	(6)	Plans based on the boundary survey including: Existing soil conditions
N.A.	(7)	Location of water courses, marshes, rock outcroppings and wooded areas
X	(8)	Location, ground floor area and grade elevations of building and other structures existing and proposed, elevation drawings of exterior facades, and materials to be used
X	(9)	Approximate location of buildings or other structures on parcels abutting the site
X	(10)	Location of on-site waste receptacles
X	(11)	Public utilities
X	(12)	Water and sewer mains
X	(13)	Culverts, drains, existing and proposed, showing size and directions of flows
X	(14)	Location and dimensions, and ownership of easements, public or private rights-of-way, both existing and proposed
X	(15)	Location and dimensions of on-site pedestrian and vehicular accessways
X	(16)	Parking areas
X	(17)	Loading facilities
X	(18)	Design of ingress and egress of vehicles to and from the site onto public streets
X	(19)	Curb and sidewalks
X	(20)	Landscape plan showing: Location of existing proposed vegetation
X	(21)	Type of vegetation
X	(22)	Quantity of plantings
X	(23)	Size of proposed landscaping
X	(24)	Existing areas to be preserved
X	(25)	Preservation measures to be employed
X	(26)	Details of planting and preservation specifications
X	(27)	Location and dimensions of all fencing and screening
X	(28)	Location and intensity of outdoor lighting system
X	(29)	Location of fire hydrants, existing and proposed
X	(30)	Written statement
X	(31)	Description of proposed uses to be located on site
N.A.	(32)	Quantity and type of residential, if any
X	(33)	Total land area of the site
X	(34)	Total floor area and ground coverage of each proposed building and structure
X	(35)	General summary of existing and proposed easements or other burdens
X	(36)	Method of handling solid waste disposal

This project proposes to demolish a 1,000 sq. ft. wing on the existing building and replace it with a 40 x 100 ft. two-story wing, thereby adding 7,000 sq. ft. to the building. The increased ground footprint of the building is 3,000 sq. ft. for a total of 45,250 sq. ft. of ground footprint. The area where most of this addition will be constructed is paved. A 50 ft. by 20 ft. landscaped area to be within the new building lines will be mitigated by a 100 ft. by 10 ft. planting area along the south wall of the addition. There will be no significant increase in impervious surfaces on the site; therefore, a new run-off analysis is not justified.

Other comments:

- drainage patterns and facilities;
- erosion and sedimentation controls to be used during construction;
- a parking and/or traffic study;
- a noise study;
- an environmental impact study;
- a sun shadow study;
- a study of particulates and any other noxious emissions; and
- a wind impact analysis.

Note: Depending on the size and scope of the proposed development, the Planning Board or Planning Authority may request additional information, including (but not limited to):

(40)	Applicant's evaluation of availability of off-site public facilities, including sewer, water and streets	X
(41)	Description of any problems of drainage or topography, or a representation that there are none	X
(42)	An estimate of the time period required for completion of the development	X
(43)	A list of all state and federal regulatory approvals to which the development may be subject	X
(44)	The status of any pending applications	X
(45)	Anticipated timeframe for obtaining such permits	X
(46)	A letter of non jurisdiction	X
(47)	Evidence of financial and technical capability to undertake and complete the development including a letter from a responsible financial institution stating that it has reviewed the planned development and would seriously consider financing it when approved.	X

5  
6  
7  
8  
h8  
h8

Unifirst Corporation  
68 Jonspin Road  
Wilmington, Massachusetts 01887-1086  
Telephone (978) 658-8888  
Facsimile (978) 657-5663

October 7, 1998

City of Portland  
389 Congress Street  
Portland, ME 04101

To Whom it may concern:

Mr. William E. Whited is designated our agent with the City of Portland for Unifirst's expansion to its facility at 430 Riverside Industrial Parkway, Portland, ME, 04103. If there are any questions, I can be reached at the number listed below.

Sincerely,



Michael T. Fleming

Project Manager

68 Jonspin Road

Wilmington, MA

(978) 658-8888 x650



QUIT-CLAIM DEED WITH COVENANT

063937

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, by purchase and assignment of partnership

interests dated October 10, 1986, UNIFIRST CORPORATION, a

Massachusetts corporation having a principal place of business

at 15 Olympia Avenue, Woburn, Massachusetts 01801 ("Grantee")

acquired all of the partnership interests in THE CROATTI FAMILY

PARTNERSHIP, a Massachusetts general partnership located in

said Woburn, in the County of Middlesex and Commonwealth of

Massachusetts ("Grantor");

WHEREAS, such transaction vested legal ownership of the

property described below (the "Property"), as well as other

property, in the Grantee;

WHEREAS, the amount of the consideration for the

transaction described above which is allocated to the Property

is \$696,000, which represents the full and fair consideration

for this conveyance; and

WHEREAS, record title to the Property stands in the name of

the Grantor;

NOW, THEREFORE, in order to convey record title to the

Property to the Grantee, the Grantor does hereby REMISE,

RELEASE, BARGAIN, SELL AND CONVEY, and forever QUIT-CLAIM unto

the said Grantee, its successors and assigns forever, a certain

lot or parcel of land, with the buildings thereon, situated on

Beginning at an iron set in the ground on the westerly side of Riverside Industrial Parkway in said Portland, said iron being one thousand two hundred ninety-three and one hundredth (1,293.01) feet southerly along the westerly sideline of said Riverside Industrial Parkway from the former southerly line of Riverside Street; thence running South 14° 11' West along said sideline of Riverside Industrial Parkway ninety-six and ninety-nine hundredths (96.99) feet to an iron set in the ground; thence running South 18° 38' West along said sideline of Riverside Industrial Parkway three hundred three (303) feet to an iron set in the ground; thence running North 71° 22' West by land formerly of ADC Building Fund Incorporated four hundred thirty-six and eighteen hundredths (436.18) feet to an iron set in the ground at land of the Maine Turnpike Authority; thence running in a general northeasterly direction along land of the Maine Turnpike Authority three hundred sixty-eight and fourteen hundredths (368.14) feet to an iron set in the ground at land formerly of ADC Building Fund Incorporated; thence running South 75° 49' East by said last mentioned land formerly of ADC Building Fund Incorporated four hundred twelve and fifty-one hundredths (412.51) feet to an iron set in the ground and the point of beginning.

Being the same premises conveyed to the Grantor by IUSC, Realty, Inc. ("IUSC") by deed dated August 31, 1983 and recorded in the Cumberland County Registry of Deeds (the "Registry") in Book 6638, Page 283.

This conveyance is made subject to municipal real estate taxes of the City of Portland assessed after July 1, 1986 and to a Mortgage and Conditional Assignment of Leases and rents from Grantor to IUSC, both dated August 31, 1983, recorded in the Registry in Book 6638, Page 286 and Book 6638, Page 296, respectively, securing outstanding indebtedness of \$5,031,150

the westerly side of Riverside Industrial Parkway in the City of Portland, County of Cumberland and State of Maine, said parcel being further bounded and described as follows:

(\$499,533 of which is allocated to the Property), which taxes and indebtedness the Grantee assumes and agrees to pay. IN WITNESS WHEREOF, the said CROATTI FAMILY PARTNERSHIP has caused this instrument to be sealed and signed in its name by UNIFIRST CORPORATION, its general partner, by John B. Bartlett, its Senior Vice President hereunto duly authorized, this 16th day of October, 1986.

THE CROATTI FAMILY PARTNERSHIP

BY: UNIFIRST CORPORATION  
General Partner

BY: John B. Bartlett  
John B. Bartlett  
Senior Vice President  
hereunto duly authorized

SIGNED, SEALED AND DELIVERED  
IN THE PRESENCE OF:

John B. Bartlett

Middlesex, ss: October 16, 1986  
THE COMMONWEALTH OF MASSACHUSETTS

Then personally appeared the above-named John B. Bartlett, Senior Vice President of UNIFIRST CORPORATION, general partner of said grantor partnership as aforesaid and acknowledged the above instrument to be the free act and deed of said corporation in said capacity and the free act and deed of said partnership.

Before me,

16th

John B. Bartlett  
Notary Public  
My commission expires: 10-20-90  
(notarial seal)  
ADAM N. DEISENBURG

RECEIVED  
RECORDED DEPT. OF DEEDS

1986 NOV 20 AM 10:53

CUMBERLAND COUNTY 3

James W. ...

SVS:1832/U

AFFIDAVIT

063936

THE COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

)  
)  
)

October 16, 1986

I, William H. Gorham, of full age, on my oath, duly sworn, depose and say as follows:

1. I am a member in good standing of the bar of the Commonwealth of Massachusetts, having been admitted to practice in 1958.

2. I am the president of William H. Gorham, P.C., a Massachusetts professional corporation, which is a partner of the law firm of Goodwin, Procter & Hoar, Exchange Place, Boston, Massachusetts 02109.

3. William H. Gorham, P.C. is counsel to IUSC Realty, Inc., a Massachusetts corporation ("IUSC"), The Croatti Family Partnership, a Massachusetts general partnership (the "Partnership"), and Unifirst Corporation, a Massachusetts corporation ("Unifirst"), and has served in such capacities from before 1983.

4. William H. Gorham, P.C. participated in a transaction on August 31, 1983 involving IUSC's conveyance to the partnership of certain land in Portland, Cumberland County, Maine, described in a deed from the Partnership to Unifirst recorded herewith (the "Deed"), and I am personally familiar with that transaction.

5. On August 31, 1983, the sole partners of the Partnership were Ronald Croatti, Frederick Croatti, Cecile Levenstein, and Cynthia Croatti Brown, and such persons remained the sole partners of the Partnership until October 10, 1986.

6. William H. Gorham, P.C. participated in and I am personally familiar with a transaction on October 10, 1986 wherein Unifirst acquired, by purchase and assignment thereof, all of the partnership interests in the Partnership, from the above-named persons. Such transaction vested legal title to the property described in the Deed in Unifirst.



7. The deed recorded herewith has been entered into in order to vest record title to the property described therein in Unifirst, as set forth in the Deed.

8. I certify that the facts stated herein are relevant to the title to the property described in the Deed and will be of benefit and assistance in clarifying the chain of such title.

Further I say not.

Dated:

10/16/86

William H. Gorham

*William H. Gorham*

Subscribed and sworn to before me this 16<sup>th</sup> day of October, 1986.

Notary Public

*William H. Gorham*

My commission expires: 10-26-90

William H. Gorham

THE COMMONWEALTH OF MASSACHUSETTS

Suffolk, SS.

October 16, 1986

Then personally appeared before me the above-named William H. Gorham and acknowledged the foregoing instrument to be his free act and deed.

Notary Public

*William H. Gorham*

My commission expires: 10-26-90

William H. Gorham

SVS:1906/U

RECEIVED  
REGISTERED DEEDS OF DEEDS

1986 NOV 20 AM 10:52

CUNBERLAND COUNTY

*James Gorham*

CEM

WILLIAM E. WHITED, P.E., R.A.

**EDUCATION:**

Bachelor of Science, with distinction in Civil Engineering,  
University of Maine (1952)  
Honors - Tau Beta Pi, Honorary Engineering Society  
Honors - Phi Kappa Phi Honorary Scholastic Society

**PROFESSIONAL  
REGISTRATIONS:**

Professional Engineer: Maine (1956), New Hampshire and  
South Carolina.  
Registered Architect: Maine (1980), New Hampshire and  
So. Carolina.  
Certificate: National Council of Architectural Registration  
Boards (NCARB)

**PROFESSIONAL  
ORGANIZATIONS:**

American Consulting Engineers Council  
American Society of Civil Engineers  
Construction Specifications Institute

**PROFESSIONAL  
EXPERIENCE:**

1979 - present: President and owner of William E. Whited, Inc.,  
(formerly Dearborn/Whited, Inc.). Providing architectural and  
engineering services for religious, educational, institutional,  
municipal, residential, commercial, industrial buildings, and  
stadiums. Prepared technical assistance reports for private  
educational buildings.

1971 - 1978: Principal of Group:design. Provided architectural  
and engineering services for religious, educational, institutional,  
municipal, residential, commercial, and industrial buildings.

1967 - 1971: Principal of Group Engineers. Provided consulting  
engineering services for civil, structural, mechanical and elec-  
trical systems for religious, educational, institutional, municipal,  
residential, and industrial buildings.

1952 - 1967: Structural engineer with the Austin Company.  
Construction engineer and highway design engineer with Howard,  
Needles, Tammen & Bergendoff. Town planning engineer with the  
Town of Houlton.

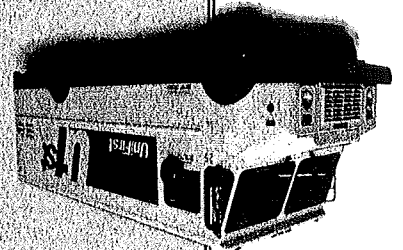
William E. Whited, Inc.  
Professional Engineer  
Registered Architect

One Union Wharf (207) 774-2135  
P.O. Box 127, Portland, ME 04112

*Annual Report 1997*

**UNIFIRST**

**CORPORATION**

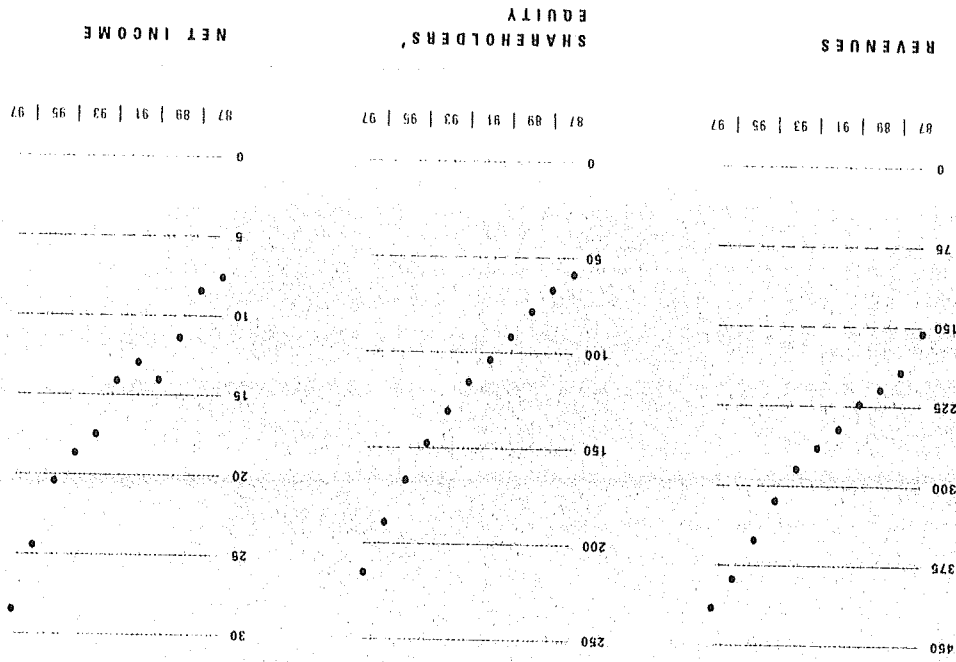


Our corporate mission is to be recognized as the leading provider of quality uniform products and services for business. Our careful focus on serving each customer's special needs and providing total satisfaction enables us to grow, to provide an equitable return on investment, and to create opportunities for our team partners.

We are committed to conducting our business in a fair, honest, and responsible manner in accordance with all environmental and government regulations and with the highest standards of business ethics.

Our company is a leader in supplying uniform and work clothing programs to businesses of all types and sizes throughout the United States and Canada. Over the years Unifirst has become one of the fastest growing companies in the multibillion dollar garment services business. With a core business dedicated to the rental, lease, and sale of work clothing, uniforms, and careerwear to businesses in virtually all industrial categories, we recognize that our continued success depends on the skill, creativity, and initiative of all our team partners. That is why we are constantly seeking bright, talented, self-motivated individuals to help us extend our record of success into the 21st century . . . and why training and continuous employee development are never-ending corporate priorities.

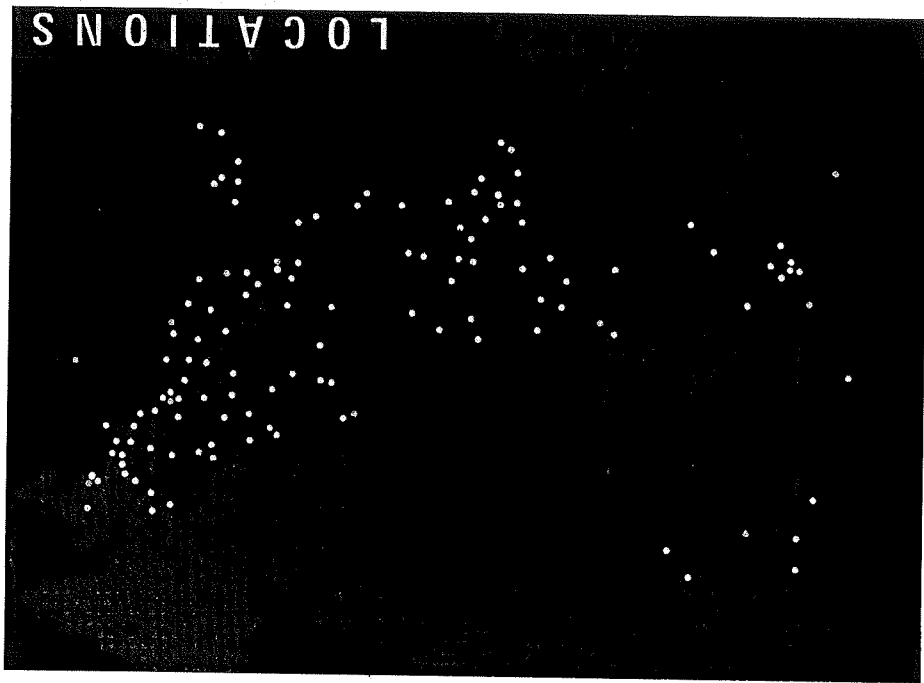
(in millions of dollars)



**FINANCIAL HIGHLIGHTS**

*UniFirst Corporation and Subsidiaries*

Fiscal Year Ended August		(in thousands, except per share amounts)	
	1997	1996	% change
Revenues	\$419,093	\$391,794	7.0%
Income from operations	47,001	40,915	14.9%
Net income	28,723	24,662	16.5%
Shareholders' equity	217,192	191,109	13.6%
Net income per share	1.40	1.20	16.7%



SEARCH LABORERS MANUFACTURING PLANTS NUCLEAR LOCATIONS

UniFirst Corporation is a leader in the growing garment services business. Headquartered in Wilmington, Massachusetts, the Company serves well over one hundred thousand customer locations in forty-five states, Canada and Europe. Our seven thousand team partners provide superior quality occupational garments, career apparel and imagewear programs to businesses of all kinds. UniFirst operates from one hundred twenty-eight locations in the United States, Canada and Europe, including one hundred eleven Customer Service Centers, eleven Nuclear Decontamination Facilities, three Distribution Centers and three Manufacturing Plants.

**TO OUR SHAREHOLDERS:**

Fiscal 1997 was a good beginning to UniFirst's seventh decade of operations. Revenues and net income were the highest in our history, continuing a long trend of financial improvement.

Revenues for the year rose 7% to a record \$419 million from the prior year's \$392 million. When adjusted for an additional week of revenues in fiscal 1996, comparable revenue growth was 9%. Improvement of over 10% in the conventional uniform rental business was offset by lower revenue from the nuclear garment services business.

Net income rose 16.5% to a record \$28.7 million from \$24.7 million the year before. On a per-share basis, net income increased to \$1.40 from \$1.20 in fiscal 1996. Increased operating efficiencies contributed to our record results. Revenue expansion came from both internal and external sources. Our conventional uniform business grew during the year, with all customer programs (rental, lease, and direct sale) contributing to the increase. The strategic acquisitions we made in the prior year aided revenue growth by augmenting our geographic coverage and customer base. Similarly, acquisitions completed during this year will add to fiscal year 1998 revenues.

We maintain a strong balance sheet with low debt ratios so we have the flexibility to take advantage of opportunities to acquire other high-quality garment service businesses. At year-end, our balance sheet was in good shape, with shareholders' equity of \$217 million and long-term debt less than 16 percent of total capitalization.

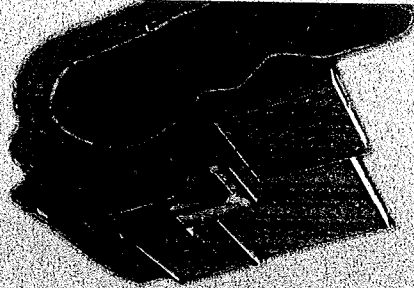
Importantly though, even while investing in business development and growth (we launched start-up operations in San Francisco, New Orleans, Evansville, IN and Savannah, GA during the year), we've successfully kept our costs well controlled and haven't compromised the integrity of the excellent service practices that have kept our customers satisfied year after year.

The niche businesses making up our specialized garment services include Interstate Nuclear Services, UniClean Cleanroom Services, and Specialty Uniform. Our nuclear garment services business has been adjusting to utility deregulation by aiming for longer-term government contracts domestically, and by investing in the development of our European operations. Nevertheless, reduced public utility and Department of Energy cleanup activity put pressure on revenue and profit growth. In the UniClean area, we reorganized to enhance reporting and control and have placed fresh emphasis on expanding our geographic coverage. At Specialty Uniform, we continued to develop the Los Angeles and Boston markets for high end custom care clothing rental while, at the same time, evaluating other major metropolitan areas for potential entry.

#### OPERATIONAL HIGHLIGHTS

We continued to expand and improve our infrastructure during the year with capital expenditures of approximately \$47 million. We spent significantly more than we did the year before, primarily due to continuing work on our new distribution center in Owensboro, Kentucky. This facility, which is absorbing major commitments of energy and effort by a dedicated, multifunctional team, is the keystone of our new, quick response, customer service system. It should enable us to raise to new levels our industry's standards for rental garment deliveries and direct sale order fulfillment. We plan to open Owensboro in the second quarter of fiscal 1998, and will incur some associated start-up costs.

*The advanced systems we're installing in our Owensboro facility will allow us to set new standards for delivery response times.*



Unifirst has always been a pioneer in the industrial laundry and garment services business. The industry is still growing, and Unifirst is growing along with it. From our modest entrepreneurial beginnings in 1936, we now have 7,000 team partners servicing well over 100,000 customer locations from more than 100 facilities in the United States, Canada and Europe.

The industry is growing because businesses of all sizes are looking for every competitive advantage they can find. A company's "image" can be one of the most potent weapons in its marketing arsenal. Not surprisingly, that image is projected by employees, especially when they deal with customers face to face. So the more companies are coming to realize that the way employees look can bolster their reputations in the competitive marketplace, the more they're incorporating employee uniform programs into their strategies for success.

To give some idea of the size of the market we're dealing with, of the 126 million Americans in the work force, about 57 million wear some form of specialized work clothing. Of these, about 8 million work for companies that rent their uniforms and 17 million more work in uniforms that their employers buy for them.

There is no question that changes in the economy and in worker occupations are stimulating demand for uniforms. No wonder over half of Unifirst's new customers haven't previously had uniform programs. It's also why more and more employers who have been buying uniforms are discovering the advantages of renting them. As buyers become renters, the \$4.5 billion industrial laundry industry will certainly expand.

Where does UniFirst fit in? We are the fourth-largest uniform rental company in North America. The top five companies generate over 50 percent of the industry's volume and the remaining business is divided among almost 800 other companies with annual revenues that range from \$500 thousand to as high as \$200 million. The base of providers is fragmented, competition is intensifying, and operating costs are increasing. Big suppliers like UniFirst have the financial resources to further consolidate the industry by acquiring smaller suppliers.

UniFirst's revenues have grown from \$160 million to \$419 million in 10 years. We're balancing ourselves geographically so we are less affected by downturns in regional economies and can serve national accounts (larger customers with many locations across the country). Our long-term strategy is to continue to offer the finest products and services in the industry and to expand internally and through acquisitions to have the ability to provide these products and services to 75 percent of the working population of the U.S. and Canada.

We are a product manufacturer as well as a service provider, and doing both well allows us to succeed.

~ We design our uniforms. We have the resources to develop innovative and unique garment programs for large customers as well as to create distinctive clothing designs with broad appeal for our standard line.

~ We manufacture our uniforms. This ensures that the garments and emblems we design are produced with better quality, greater economy, and shorter response times to our customers.

~ We have the industry's widest selection of product services. We provide industrial uniforms, image uniforms, careerwear, professional clothing, and highly specialized protective wear (including fire resistant garments, cleanroom garments and nuclear garments), so our breadth of experience is unsurpassed.

~ Ultimately, we are a service business. We manage very large pick-up and delivery routes with over a thousand vehicles traveling tens of thousands of miles every day to make their weekly service calls. This every week contact with customers builds strong relationships. We also schedule regular customer goodwill visits to discuss how their uniform programs suit them and what we can do to make them better. In addition, we have an independent contractor conduct an annual satisfaction survey. The purpose of all this is to pinpoint opportunities for improvement and to prevent problems before they occur. It works.

All these elements are key parts of our success. We can and do give our customers what they want when they want it, and we give our team partners the power and authority to deliver what we promise.



We have built an organization that is sufficiently flexible and well equipped to respond to any customer's clothing needs in exactly the right way. We can let our customers tailor any kind of uniform program they want. They can rent the clothing and have us take care of its cleaning and repair. They can lease the clothing and have their employees maintain the garments themselves. Or they can buy the clothing outright.

Substantially all of our business is rental or lease services covered by standard 3 to 5 year rental agreements. We clean and maintain the clothing, mats, mops, wipers or other textile products, and benefit from a predictable revenue stream, depending on the term of service specified in the contract. With clothing, for example, we assume complete responsibility for outfitting employees in the garments the customer chooses; the employer has no up-front investment and is relieved of cleaning and maintenance worries and inventory headaches. The employees receive individual fittings, weekly cleaning and finishing, continuous garment maintenance, and guaranteed replacement whenever necessary - all for one low weekly charge. Heavy-soil manufacturing and service businesses have traditionally preferred rental agreements, while the light-soil service businesses, retailers, independent tradesmen, and specialized occupations, such as medical personnel and police, usually purchased their uniforms. What we are seeing is more and more of these buyers converting to rental programs, not only because they offer greater consistency of appearance due to the clothing being cleaned, repaired and replaced in a timely manner, but because they offer economic advantages too.

UniFirst's unique Val-U-Lease program provides all of the convenience benefits of our rental service, with the exception of the weekly cleaning. Many businesses have discovered that our Val-U-Lease program is a smart alternative to buying.

For those customers who still prefer to own their work clothing, or want merely to purchase certain items to supplement their rental or lease programs, UniFirst offers an extensive selection at attractive prices.

The basics of the uniform industry have not changed much over the last six decades. The customer is king, and quality and service are our "duty to the crown." Through the years, new equipment, technology, and thinking have enabled us to do our duty "faster, better, and cheaper." That, plus our commitment to problem solving and relationship building, has resulted in over 95% of our customers consistently saying they're satisfied with our service.

Great service is achievable and sustainable only through the hard work and commitment of high-quality people. They are our most valuable asset, and we continue to invest in them to keep their skills the best in our industry. They and only they are responsible for our reputation for innovation, integrity and exceptional customer value.

- ~ Nurturing a corporate culture based on empowerment, individual responsibility, and a shared vision of success
- ~ Expanding clothing manufacturing capability, so that we can provide the fastest order response times of any uniform or work clothing supplier
- ~ Leading the industry in the use of advanced technologies aimed at achieving the highest productivity at lowest cost
- ~ Growing niche businesses to maintain our distinction as the industry's most diversified work clothing supplier
- ~ Managing geographic growth
- ~ Aggressively pursuing and acquiring high-quality uniform service businesses

We want to execute our strategy by:

Tactics

COMMITMENT



Our training department uses formal classroom settings and custom-developed interactive video systems employing the latest technology to provide unparalleled training opportunities in problem-solving methods and techniques. These videos are geared to our sales managers, sales representatives, district service managers, route representatives, production-line people and others. It's this training and reinforcement that assures consistency in the delivery of superior service to our customers.

To attract and retain good people who will enable us to succeed in a service business built on relationships, Unifirst offers up-to-date facilities, attractive work environments and competitive wages. We also provide a comprehensive benefits package that adds significantly to basic compensation. We want our people to enjoy their work and spread some of that same feeling to our customers every time they come into contact with them.

To motivate Unifirst's team partners to achieve excellent levels of personal performance, we make sure everyone is rewarded directly with a share of the profits he or she helps earn. All non-union team partners - now over 90% of the total - are eligible to participate in our profit sharing plan, to which the Company currently contributes 17 percent of net income. This profit participation, combined with the investments we make to train and motivate our people to reach new levels of personal performance, makes them true partners in our success. It assures that the Company achieves continual improvement in its financial performance as well, providing a good return on the investment of all our shareholders.

We processed millions of rental garments for our customers in fiscal 1997 and sold hundreds of thousands more. We invested in our people so they can perform their jobs better and benefit from the results they achieve. And we reinvested in our business with new equipment, new technologies and new approaches, all of which add up to better service for the customer.

We're working hard to exceed customer expectations and to make everyone a "customer for life." We're exercising proper management and cost controls to enhance profitability. We're guiding our enterprise toward increased value for our customers, team partners, and shareholders. In the end, that result will be the best measure of our success.

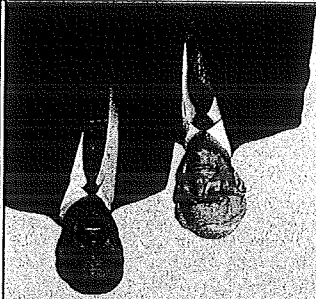
Sincerely,

*Aldo Croatti*

Aldo Croatti  
Chairman of the Board

*Ronald D. Croatti*

Ronald D. Croatti  
President and  
Chief Executive Officer



**FISCAL 1997 COMPARED WITH FISCAL 1996**

In 1997 revenues increased \$27.3 million or 7.0% over 1996. This increase can be attributed to acquisitions (2.4%), price increases (1.0%) and growth from existing operations (5.5%) offset by one week less of revenue in fiscal 1997 (1.9%).

Income from operations increased to \$47.0 million in 1997 from \$40.9 million in 1996. As a percent of revenues, income from operations increased to 11.2% in 1997 from 10.4% in 1996. The main reason for the increase is improved profit margins in the Company's conventional uniform rental business, principally attributable to increased operating efficiencies.

During 1997, net interest expense (interest expense less interest income) was \$2.1 million as compared to \$2.4 million in 1996. The decrease is attributable to lower interest rates in fiscal 1997.

The Company's effective income tax rate was 36.0% in both 1997 and 1996.

**FISCAL 1996 COMPARED WITH FISCAL 1995**

In 1996 revenues increased \$36.8 million or 10.4% over 1995. This increase can be attributed to an extra week of revenue (1.9%), acquisitions (1.7%), price increases (1.0%) and growth from existing operations (5.8%).

Income from operations increased to \$40.9 million in 1996 from \$34.5 million in 1995. As a percent of revenues, income from operations increased to 10.4% in 1996 from 9.7% in 1995. The main reason for the increase is improved profit margins in the Company's conventional uniform rental business, principally attributable to lower uniform merchandise costs. The Company also achieved comparative improvements from a restructuring of its service management and teleresources operations and contribution from its Canadian operations improved. Offsetting these advances were lower contributions from the Company's nuclear garment services business.

**EFFECTS OF INFLATION**

Inflation has had the effect of increasing the reported amounts of the Company's revenues and costs. The Company uses the last-in, first-out (LIFO) method to value a significant portion of inventories. This method tends to reduce the amount of income due to inflation included in the Company's results of operations. The Company believes that, through increases in its prices and productivity improvements, it has been able to recover increases in costs and expenses attributable to inflation.

**LIQUIDITY AND CAPITAL RESOURCES**

Shareholders' equity at August 30, 1997 was \$217.2 million, 84.2% of total capitalization, indicating the overall strength of the Company's balance sheet.

Net cash provided by operating activities was \$55.8 million in 1997 and totaled \$139.8 million for the three years ended August 30, 1997. These cash flows were used primarily to fund \$99.0 million in capital expenditures to expand and update Company facilities. Additionally, \$32.8 million was used for acquisitions during this three year period.

The Company had \$4.1 million in cash and cash equivalents as of August 30, 1997. The Company believes its ability to generate cash from operations will adequately cover its foreseeable capital requirements.

**ELEVEN YEAR FINANCIAL SUMMARY**  
*Unit First Corporation and Subsidiaries*

Fiscal Year Ended August (in thousands), except ratios and per share amounts.

	1997	1996	1995	1994	1993	1992	1991	1990	1989	1988	1987
<b>SUMMARY OF OPERATIONS</b>											
Revenues	\$419,093	\$391,794	\$355,041	\$318,039	\$287,728	\$268,190	\$250,432	\$226,682	\$212,731	\$196,296	\$159,900
Income from operations, before depreciation and amortization	70,387	61,729	53,725	50,369	47,199	42,010	38,562	38,749	35,768	32,207	28,161
Depreciation and amortization	23,386	20,814	19,194	17,912	16,454	15,999	14,229	12,422	12,309	12,298	10,494
Income from operations	47,001	40,915	34,531	32,457	30,745	26,011	24,333	26,327	23,459	19,909	17,667
Interest expense	2,118	2,398	2,787	2,513	2,669	4,098	4,320	3,513	4,880	5,965	4,622
(Income), net	2,118	2,398	2,787	2,513	2,669	4,098	4,320	3,513	4,880	5,965	4,622
Other income	-	-	-	-	-	-	-	-	-	-	1,300
Provision for income taxes	16,160	13,855	11,110	11,073	10,387	7,570	6,803	8,516	6,968	5,289	6,530
Net income	28,723	24,662	20,634	18,871	17,689	14,343*	13,210	14,298	11,611	8,655	7,815
<b>FINANCIAL POSITION AT YEAR END</b>											
Total assets	\$339,626	\$302,378	\$272,691	\$250,160	\$219,064	\$212,097	\$204,398	\$189,411	\$172,389	\$171,010	\$166,304
Long-term obligations	40,837	39,365	36,376	41,602	32,231	47,641	52,032	53,134	53,735	66,476	69,505
Shareholders' equity	217,192	191,109	168,596	149,472	132,723	117,329	105,888	93,739	80,249	69,127	60,681

<b>FINANCIAL RATIOS</b>											
Net income as a % of revenues	6.9%	6.3%	5.8%	5.9%	6.1%	5.3%	5.3%	6.3%	5.5%	4.4%	4.9%
Return on average shareholders' equity	14.1%	13.7%	13.0%	13.4%	14.1%	12.9%	13.2%	16.4%	15.6%	13.3%	13.7%
Weighted average number of shares outstanding	20,511	20,511	20,511	20,506	20,453	20,451	20,426	20,431	20,353	20,168	20,158

<b>PER SHARE DATA</b>											
Revenues	\$20.43	\$19.10	\$17.31	\$15.51	\$14.07	\$13.11	\$12.26	\$11.09	\$10.45	\$9.73	\$7.93
Income from operations, before depreciation and amortization	3.43	3.01	2.62	2.46	2.31	2.05	1.89	1.90	1.76	1.60	1.40
Net Income	1.40	1.20	1.01	0.92	0.86	0.70	0.65	0.70	0.57	0.43	0.39
Primary	1.40	1.20	1.01	0.92	0.86	0.67	0.63	0.67	0.56	0.43	0.39
Fully diluted	1.40	1.20	1.01	0.92	0.86	0.67	0.63	0.67	0.56	0.43	0.39
Shareholders' equity	10.59	9.32	8.22	7.29	6.49	5.74	5.18	4.59	3.94	3.43	3.01
Dividends	1.12	1.11	1.10	1.10	1.10	1.06	1.06	1.06	1.05	1.05	1.05
Common stock	1.12	1.11	1.10	1.10	1.10	1.06	1.06	1.06	1.05	1.05	1.05
Class B common stock	1.10	1.09	1.08	1.08	1.04	-	-	-	-	-	-

Per share amounts for all years have been restated to reflect a two for one stock split declared by the Board of Directors on November 18, 1993. \* Amount reflects income before extraordinary item and accounting change. Net income was \$12,923.

**CONSOLIDATED BALANCE SHEETS**

Unifirst Corporation and Subsidiaries

August 31, 1997	August 31, 1996
<b>ASSETS</b>	
Current assets:	
Cash and cash equivalents	\$ 4,054,000
Receivables, less reserves of \$1,299,000 in 1997 and \$843,000 in 1996	39,431,000
Inventories	19,497,000
Rental merchandise in service	40,013,000
Prepaid expenses	149,000
Total current assets	103,144,000
Property and equipment:	
Land, buildings and leasehold improvements	137,281,000
Machinery and equipment	142,242,000
Motor vehicles	37,276,000
Less - accumulated depreciation	(316,799,000)
	128,532,000
Other assets	188,267,000
	48,215,000
	\$339,626,000
	\$302,378,000
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>	
Current liabilities:	
Current maturities of long-term obligations	\$ 1,040,000
Notes payable	3,213,000
Accounts payable	13,085,000
Accrued liabilities	45,637,000
Accrued and deferred income taxes	2,555,000
Total current liabilities	65,530,000
Long-term obligations, net of current maturities	39,797,000
Deferred income taxes	17,107,000
Shareholders' equity:	
Preferred stock, \$1.00 par value; 2,000,000 shares authorized; none issued	-
Common stock, \$1.00 par value; 30,000,000 shares authorized; issued and outstanding 7,898,864 shares in 1997 and 7,886,664 shares in 1996	790,000
Class B common stock, \$.10 par value; 20,000,000 shares authorized; issued and outstanding 12,611,744 shares in 1997 and 12,623,944 in 1996	1,261,000
Capital surplus	7,078,000
Retained earnings	208,949,000
Cumulative translation adjustment	(886,000)
Total shareholders' equity	217,192,000
	\$339,626,000
	\$302,378,000

The accompanying notes are an integral part of these consolidated financial statements.

**CONSOLIDATED STATEMENTS OF INCOME**

*United Corporation and Subsidiaries*

Year Ended	August 30, 1997	August 31, 1996	August 26, 1995
Revenues	\$419,093,000	\$391,794,000	\$355,041,000
Cost and expenses:			
Operating costs	256,896,000	240,672,000	222,205,000
Selling and administrative expenses	91,810,000	89,393,000	79,111,000
Depreciation and amortization	23,386,000	20,814,000	19,194,000
	372,092,000	350,879,000	320,510,000
Income from operations	47,001,000	40,915,000	34,531,000
Interest expense (income):			
Interest expense	2,351,000	2,659,000	2,963,000
Interest income	(233,000)	(261,000)	(176,000)
	2,118,000	2,398,000	2,787,000
Income before income taxes	44,883,000	38,517,000	31,744,000
Provision for income taxes	16,160,000	13,855,000	11,110,000
Net income	\$ 28,723,000	\$ 24,662,000	\$ 20,634,000
Weighted average number of shares outstanding	20,510,608	20,510,608	20,510,608
Net income per share	\$ 1.40	\$ 1.20	\$ 1.01
Dividends per share:			
Common stock	\$ 0.12	\$ 0.11	\$ 0.10
Class B common stock	\$ 0.10	\$ 0.09	\$ 0.08

The accompanying notes are an integral part of these consolidated financial statements.

**CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY**  
*Unifirst Corporation and Subsidiaries*

	Common Shares	Class B Common Shares	Common Stock	Class B Common Stock	Capital Surplus	Retained Earnings	Cumulative Translation Adjustment
Balance, August 27, 1994	7,884,644	12,625,964	\$788,000	\$1,263,000	\$7,042,000	\$140,866,000	\$(487,000)
Net income	-	-	-	-	-	20,634,000	-
Dividends	-	-	-	-	-	(1,799,000)	-
Other	-	-	-	-	36,000	-	-
Shares converted	2,000	(2,000)	1,000	(1,000)	-	-	-
Translation adjustment	-	-	-	-	-	-	253,000
Balance, August 26, 1995	7,886,644	12,623,964	789,000	1,262,000	7,078,000	159,701,000	(234,000)
Net income	-	-	-	-	-	24,662,000	-
Dividends	-	-	-	-	-	(1,979,000)	-
Shares converted	20	(20)	-	-	-	-	-
Translation adjustment	-	-	-	-	-	-	(170,000)
Balance, August 31, 1996	7,886,664	12,623,944	789,000	1,262,000	7,078,000	182,384,000	(404,000)
Net income	-	-	-	-	-	28,723,000	-
Dividends	-	-	-	-	-	(2,158,000)	-
Shares converted	12,200	(12,200)	1,000	(1,000)	-	-	-
Translation adjustment	-	-	-	-	-	-	(482,000)
Balance, August 30, 1997	7,898,864	12,611,744	\$790,000	\$1,261,000	\$7,078,000	\$208,949,000	\$(886,000)

*The accompanying notes are an integral part of these consolidated financial statements.*



**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
*United Corporation and Subsidiaries*

Year Ended	August 30, 1997	August 31, 1996	August 26, 1995
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Net income	\$28,723,000	\$24,662,000	\$20,634,000
Adjustments:			
Depreciation	19,512,000	17,339,000	15,960,000
Amortization of other assets	3,874,000	3,475,000	3,234,000
Receivables	(2,455,000)	(2,272,000)	(2,935,000)
Inventories	(2,485,000)	(370,000)	(938,000)
Rental merchandise in service	(690,000)	(3,523,000)	(1,198,000)
Prepaid expenses	(22,000)	(9,000)	15,000
Accounts payable	1,401,000	(1,331,000)	476,000
Accrued liabilities	8,284,000	1,906,000	7,967,000
Accrued and deferred income taxes	(1,102,000)	(191,000)	(1,572,000)
Deferred income taxes	715,000	1,812,000	899,000
Net cash provided by operating activities	55,755,000	41,498,000	42,542,000
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Acquisition of businesses, net of cash acquired	(7,309,000)	(18,245,000)	(7,226,000)
Capital expenditures	(47,432,000)	(27,182,000)	(24,409,000)
Other assets, net	(112,000)	(1,432,000)	(1,575,000)
Net cash used in investing activities	(54,853,000)	(46,859,000)	(33,210,000)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Increase in debt	3,533,000	12,762,000	4,079,000
Reduction of debt	(1,648,000)	(7,886,000)	(9,879,000)
Cash dividends paid or payable	(2,158,000)	(1,979,000)	(1,799,000)
Other	-	-	36,000
Net cash provided by (used in) financing activities	(273,000)	2,897,000	(7,563,000)
Net increase (decrease) in cash and cash equivalents	629,000	(2,464,000)	1,769,000
Cash and cash equivalents at beginning of year	3,425,000	5,889,000	4,120,000
Cash and cash equivalents at end of year	\$ 4,054,000	\$ 3,425,000	\$ 5,889,000
<b>SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION</b>			
Interest paid	\$ 2,327,000	\$ 2,691,000	\$ 3,010,000
Income taxes paid	\$16,577,000	\$12,439,000	\$11,712,000

The accompanying notes are an integral part of these consolidated financial statements.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Business Description

Unitfirst Corporation is a leading company in the garment services business. The Company designs, manufactures, personalizes, rents, cleans, delivers and sells a variety of superior quality occupational garments, career apparel and imagewear programs to businesses of all kinds. The Company also decontaminates and cleans, in separate facilities, garments which may have been exposed to radioactive materials.

Principles of Consolidation and Other

The consolidated financial statements include the accounts of the Company and its subsidiaries, all of which are wholly-owned. Intercompany balances and transactions are eliminated in consolidation. The Company recognizes revenues when the actual services are provided to customers.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts in the financial statements and accompanying notes. Actual results could differ from those estimates.

Fiscal Year

The Company's fiscal year ends on the last Saturday in August. For financial reporting purposes, fiscal 1997 was a 52 week year, while fiscal 1996 had 53 weeks and 1995 had 52 weeks.

Inventories

Inventories are stated at the lower of cost or market value. The Company uses the last-in, first-out (LIFO) method to value a significant portion of its inventories. Had the Company used the first-in, first-out (FIFO) accounting method, inventories would have been approximately \$1,240,000 and \$1,195,000 higher at August 30, 1997 and August 31, 1996, respectively.

Rental Merchandise in Service

Rental merchandise in service, stated at cost less amortization, is being amortized on a straight-line basis over the estimated service lives (primarily 12 months) of the merchandise.

Property and Equipment

The Company provides for depreciation on the straight-line method based on the following estimated useful lives:

Buildings	30-40 years
Leasehold improvements	Term of lease
Machinery and equipment	3-10 years
Motor vehicles	3-5 years

Other Assets

Customer contracts are amortized over periods of up to seven-teen years. Restrictive covenants are amortized over the terms of the respective non-competition agreements, which range from five to fifteen years. Goodwill is amortized over periods of up to forty years.

Income Taxes

Deferred income taxes are provided for temporary differences between amounts recognized for income tax and financial reporting purposes at currently enacted tax rates.

Net Income Per Share

Net income per share is calculated using the weighted average number of common shares outstanding during the year. There were no common equivalent shares outstanding in 1995, 1996 or 1997.

Cash Flow Disclosures

Cash and cash equivalents include cash in banks and bank short-term investments with maturities of less than ninety days.

2. ACQUISITIONS

Information relating to the acquisitions of industrial laundry businesses which were accounted for as purchases is as follows:

Year Ended	Fair market value of assets acquired	Liabilities assumed or created	Acquisition of businesses, net of cash acquired
August 30, 1997	\$7,413,000	104,000	\$ 7,309,000
August 31, 1996	\$18,360,000	115,000	\$ 18,245,000
August 26, 1995	\$8,688,000	1,462,000	\$ 7,226,000

The results of operations of these acquisitions have been included on the Company's consolidated financial statements since their respective acquisition dates. None of these acquisitions were significant in relation to the Company's consolidated financial statements and therefore pro forma financial information has not been presented.

**3. INCOME TAXES**

The provision for income taxes consists of the following:

Year Ended	August 30, 1997	August 31, 1996	August 26, 1995
Current:			
Federal & Foreign	\$14,259,000	\$ 8,615,000	\$10,597,000
State	2,039,000	2,584,000	1,818,000
Deferred:			
Federal & Foreign	(762,000)	2,295,000	(1,516,000)
State	624,000	361,000	211,000
	(138,000)	2,656,000	(1,305,000)
	\$16,160,000	\$13,855,000	\$11,110,000

The following table reconciles the provision for income taxes using the statutory federal income tax rate to the actual provision for income taxes:

Year Ended	August 30, 1997	August 31, 1996	August 26, 1995
Income taxes at the statutory federal income tax rate	\$15,709,000	\$13,481,000	\$11,110,000
Puerto Rico exempt income	(988,000)	(877,000)	(678,000)
Corporate owned life insurance	(775,000)	(770,000)	(825,000)
State income taxes	1,450,000	1,222,000	1,170,000
Foreign income taxes	567,000	262,000	99,000
Other	197,000	537,000	234,000
	\$16,160,000	\$13,855,000	\$11,110,000

The Company's Puerto Rico subsidiary's income is 90% exempt from Puerto Rico income taxes through 2001. The Company provides for anticipated tollgate taxes on the repatriation of the subsidiary's accumulated earnings.

The tax effect of items giving rise to the Company's net deferred tax liabilities are as follows:

	August 30, 1997	August 31, 1996	August 26, 1995
Rental merchandise in service	\$14,429,000	\$13,814,000	\$12,626,000
Tax in excess of book depreciation	15,533,000	14,836,000	12,906,000
Accruals and other	(9,324,000)	(7,819,000)	(7,248,000)
	\$20,638,000	\$20,831,000	\$18,284,000

Long-term obligations outstanding on the accompanying consolidated balance sheets are as follows:

	August 30, 1997	August 31, 1996
Unsecured revolving credit agreement with two banks, interest rates of 6.19% and 5.75%, respectively	\$33,279,000	\$30,525,000
Notes payable, interest from 5.2% - 8.5%, payable in various installments through 2005	4,782,000	5,252,000
Amounts due for restrictive covenants and other, payable in various installments through 2005	2,776,000	3,588,000
	40,837,000	39,365,000
Less - current maturities	1,040,000	1,058,000
	\$39,797,000	\$38,307,000

Aggregate current maturities of long-term obligations for each of the next five years are \$1,040,000, \$1,038,000, \$34,044,000, \$862,000, \$891,000 and \$2,962,000 thereafter.

The Company's unsecured revolving credit agreement runs through December 31, 1999. As of August 30, 1997, the maximum line of credit was \$60,000,000.

In 1996 the Company entered into an interest rate swap agreement with a bank, notional amount \$15,000,000, maturing December 12, 1998. The Company pays a fixed rate of 5.53% and receives a variable rate tied to the LIBOR rate. As of August 30, 1997 the variable rate was 5.72%.

Certain of the long-term obligations contain among other things, provisions regarding net worth and debt coverage. Under the most restrictive of these provisions, the Company was required to maintain minimum consolidated tangible net worth of \$133,357,000 as of August 30, 1997. Certain notes payable are guaranteed or secured by assets of the Company.

As of August 30, 1997 and August 31, 1996, the fair market values of the Company's outstanding debt and swap agreement approximate their carrying value.

**5. EMPLOYEE BENEFIT PLANS**

The Company has a profit sharing plan with a 401(k) feature for all eligible employees not under collective bargaining agreements. The amount of the Company's contribution is determined at the discretion of the Company. Contributions charged to expense under the plan were \$4,882,000 in 1997, \$4,184,000 in 1996 and \$3,508,000 in 1995.

Some employees under collective bargaining agreements are covered by union-sponsored multi-employer pension plans. Company contributions, generally based upon hours worked, are in accordance with negotiated labor contracts. Payments to the plans amounted to \$279,000 in 1997, \$221,000 in 1996 and \$156,000 in 1995. Information is not readily available for the Company to determine its share of unfunded vested benefits, if any, under these plans.

**8. COMMITMENTS AND CONTINGENCIES**

**Lease Commitments**  
 The Company leases certain buildings from independent parties. Total rent expense on all leases was \$2,401,000 in 1997, \$2,108,000 in 1996 and \$1,867,000 in 1995. Annual minimum lease commitments for all years subsequent to August 30, 1997 are \$2,193,000 in 1998, \$1,434,000 in 1999, \$772,000 in 2000, \$471,000 in 2001, \$222,000 in 2002 and \$55,000 thereafter.

**7. ACCRUED LIABILITIES**

Accrued liabilities on the accompanying consolidated balance sheets are as follows:

	August 30, 1997	August 31, 1996
Customer contracts, restrictive covenants and other assets arising from acquisitions, less accumulated amortization of \$19,433,000 and \$18,884,000, respectively	\$24,804,000	\$22,697,000
Goodwill, less accumulated amortization of \$3,455,000 and \$2,876,000, respectively	21,389,000	21,250,000
Other	2,022,000	3,115,000
	\$48,215,000	\$47,062,000

**6. OTHER ASSETS**

Other assets on the accompanying consolidated balance sheets are as follows:

	August 30, 1997	August 31, 1996
Insurance	\$17,735,000	\$16,100,000
Payroll related	13,818,000	13,254,000
Other	14,084,000	8,017,000
	\$45,637,000	\$37,371,000

Contingencies

The Company and its subsidiaries are subject to legal proceedings and claims arising from the conduct of their business operations, including personal injury, customer contract, employment claims and environmental matters. In the opinion of management, such proceedings and claims are not likely to result in losses which would have a material adverse effect upon the financial position or results of operations of the Company.

As security for certain agreements, the Company had standby irrevocable bank commercial letters of credit and mortgages of \$18,182,000 and \$16,332,000 outstanding as of August 30, 1997 and August 31, 1996, respectively.

9. SHAREHOLDERS' EQUITY

The significant attributes of each type of stock are as follows:

Common stock - Each share is entitled to one vote and is freely transferable. Each share of common stock is entitled to a cash dividend equal to 125% of any cash dividend paid on each share of Class B common stock.

Class B common stock - Each share is entitled to ten votes and can be converted to common stock on a share-for-share basis. Until converted to common stock, however, Class B shares are not freely transferable.

The Company adopted an incentive stock option plan in November, 1996 and reserved 150,000 shares of common stock for issue under the plan. As of August 30, 1997 no options had been granted under the plan.

To the Board of Directors and Shareholders of Unifirst Corporation: We have audited the accompanying consolidated balance sheets of Unifirst Corporation (a Massachusetts corporation) and subsidiaries as of August 30, 1997 and August 31, 1996 and the related consolidated statements of income, shareholders' equity and cash flows for each of the three years in the period ended August 30, 1997. 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 that 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 financial position of Unifirst Corporation and subsidiaries as of August 30, 1997 and August 31, 1996, and the results of their operations and their cash flows for each of the three years in the period ended August 30, 1997, in conformity with generally accepted accounting principles.

ARTHUR ANDERSEN LLP

Boston, Massachusetts  
November 5, 1997

UNITFIRST CORPORATION AND SUBSIDIARIES

QUARTERLY FINANCIAL DATA (UNAUDITED)

The following is a summary of the results of operations for each of the quarters within the years ended August 30, 1997 and August 31, 1996.

(In thousands, except per share amounts)

1997		1996	
First Quarter	Second Quarter	Third Quarter	Fourth Quarter
\$103,976	\$102,064	\$107,124	\$105,929
12,274	8,638	11,535	12,436
7,855	5,529	7,382	7,957
20,511	20,511	20,511	20,511
\$0.38	\$0.27	\$0.36	\$0.39
\$95,413	\$100,825	\$98,554	\$97,002
10,578	7,712	10,313	9,914
6,770	4,936	6,600	6,356
20,511	20,511	20,511	20,511
\$0.33	\$0.24	\$0.32	\$0.31

COMMON STOCK PRICES AND DIVIDENDS PER SHARE

For the Years Ended August 30, 1997 and August 31, 1996:

1997		1996	
First Quarter	Second Quarter	Third Quarter	Fourth Quarter
\$21 3/4	\$18 1/4	\$18 1/4	\$18 1/4
23	20 1/8	18 3/4	17 7/8
21 1/8	18 3/4	18 7/8	18 7/8
25 1/2	25 1/2	18 7/8	18 7/8
\$0.030	\$0.024	\$0.024	\$0.024
\$0.030	0.030	0.030	0.030
0.030	0.030	0.030	0.030

1996		1996	
First Quarter	Second Quarter	Third Quarter	Fourth Quarter
\$15 5/8	19 1/2	15 1/8	17 7/8
19 1/2	15 1/8	17 7/8	17 7/8
25 1/4	17 7/8	17 7/8	17 7/8
23	19 1/4	19 1/4	19 1/4
\$0.025	\$0.020	\$0.024	\$0.024
\$0.025	0.025	0.030	0.030
0.025	0.025	0.030	0.030

The Company's common shares are traded on the New York Stock Exchange (NYSE Symbol: UNF). The approximate number of shareholders of record of the Company's common stock and Class B common stock as of November 5, 1997 were 165 and 19 respectively.

**OFFICERS**

Aldo Croatti  
Chairman of the Board

John B. Bartlett  
Senior Vice President and  
Chief Financial Officer

Bruce P. Boynton  
Vice President,  
Canadian Operations

Ronald D. Croatti

Vice Chairman,  
Chief Executive Officer  
and  
President

Cynthia Croatti

Treasurer

Dennis G. Assad  
Vice President,  
Sales and Marketing

Robert L. Croatti

Executive Vice President

William H. Gorham  
Secretary and Clerk

**DIRECTORS**

Aldo Croatti

Chairman of the Board

Donald J. Evans  
General Counsel and First  
Deputy Commissioner,  
Massachusetts Department  
of Revenue

Reynold L. Hoover  
Environmental Consultant,  
formerly Manager,  
Environmental Affairs,  
The Stanley Works (Retired)

Ronald D. Croatti  
Vice Chairman of the Board,  
President and  
Chief Executive Officer

(formerly Partner, Goodwin,  
Procter and Hoar,  
Attorneys)

Albert Cohen  
Chairman and  
Chief Executive Officer,  
Electronic Space Systems  
Corporation

Cynthia Croatti

Treasurer

Form 10-K

Shareholders may obtain  
without charge a copy  
of the Company's  
1997 Form 10-K.

Written requests should  
be addressed to

John B. Bartlett,  
Senior Vice President.

**CORPORATE INFORMATION**

Transfer Agent

BankBoston, N.A.

c/o Boston EquiServe

Independent Public Accountants

Arthur Andersen LLP

Legal Counsel

Goodwin, Procter and Hoar

UniFirst Corporation

68 Jonspin Road Wilmington, MA 01887-1086 (978) 658-8888

- 25,000 sq. ft. Fabrication Shop
- Certified Welding Under Section IX of the ASME & AWS D1.1 Codes
- Structural Steel Fabrication & Erection
- Mechanical Piping Systems
- Process Piping
- Commercial & Industrial Plumbing
- Structural and Mechanical Engineering Services Available
- All Types of Welding
- Portable Equipment
- Precision Machining
- Handicap Railings



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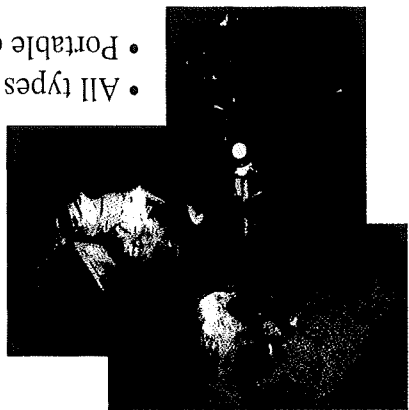




is a total quality contractor capable of performing all activities associated with construction, repair, and maintenance of industrial piping systems. In conjunction with piping work we also provide expertise in the following:

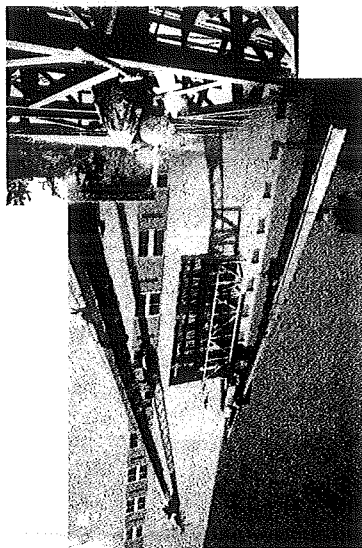
- All types of custom fabrication
- Portable equipment
- Handicap railings and ramps
- Precision machining
- Structural steel fabrication and erection

**Certified welding under Section IX of the ASME & AWS D1.1 codes.**



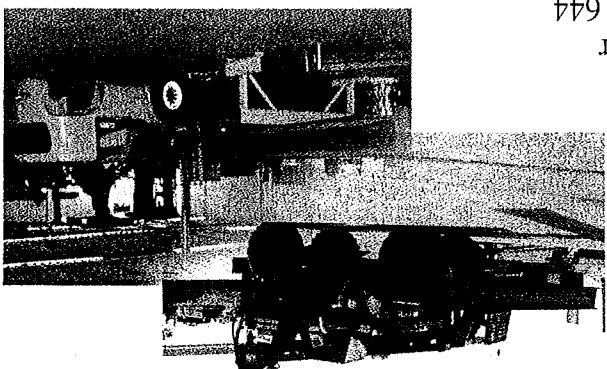
- All types of welding
- Portable equipment

**All types of general construction**



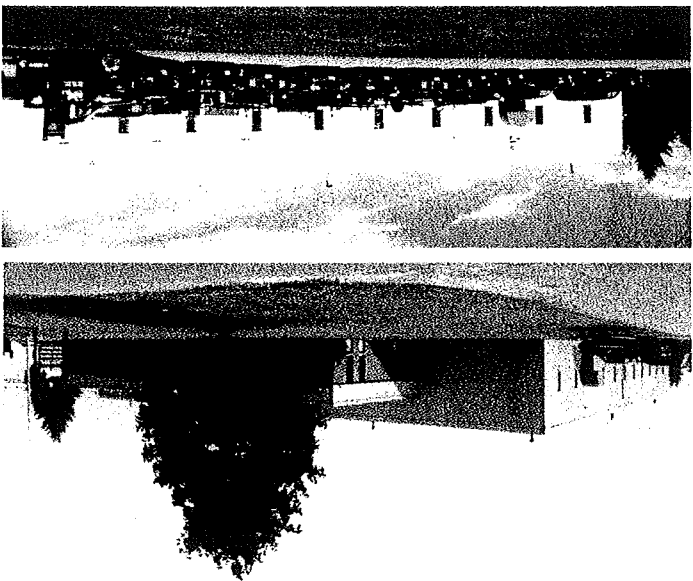
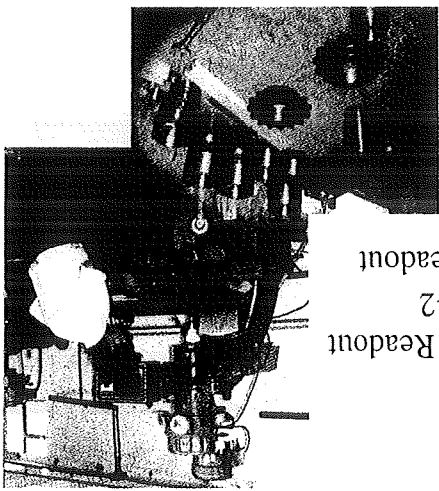
**Inventory of Equipment**

- Bobcat 751 Loader
- Lull Highlander II 644
- 30' Articulating Boom Lift
- Pipe Threaders to 6"
- Portable Welding Machines
- Forklift 5,000 lb. cap.
- Forklift 8,000 lb. cap.
- 25,000 Sq. Ft. Fab Shop
- Bay State Stocks a Large Inventory of Beams - Angle - Channels
- Flat Stock - Square Tubing & Pipe

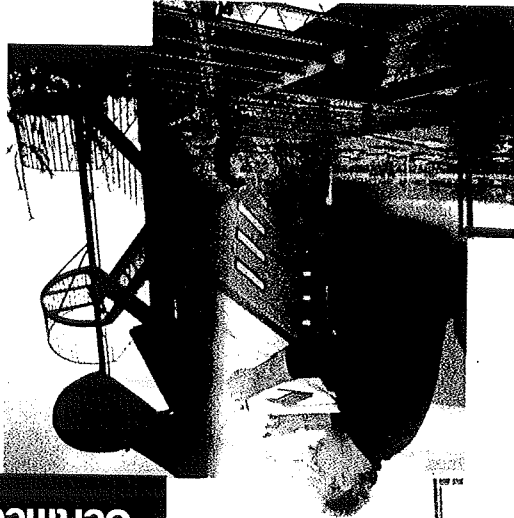


**Precision Machining**

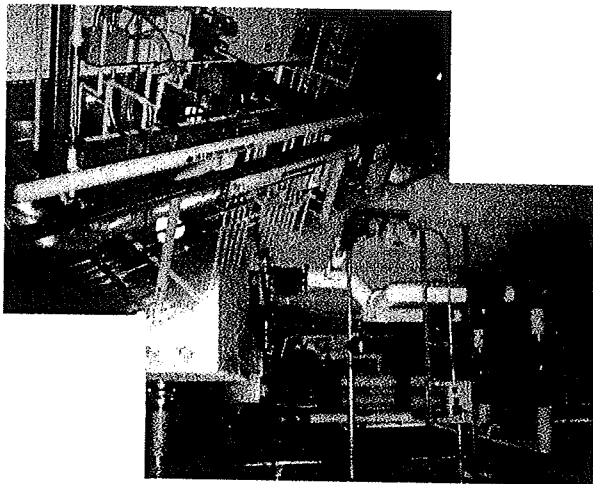
- Precision Machine Shop
- 1-Bridgeport with Numerical Readout
- 1-Sharp with Proto Trak MX-2
- 14" Lathe with Numerical Readout
- 18" Lathe



# Bay State Industrial Welding & Fabrication, Inc. is AISC Certified Conventional / Complex Steel Building Structures.



- Design Engineering & Drafting Services
- Wrought Iron Railings & Commercial Rails
- Structural and Mechanical Engineering
- Services Available



## Master Plumbing/Gas/Pipefitters

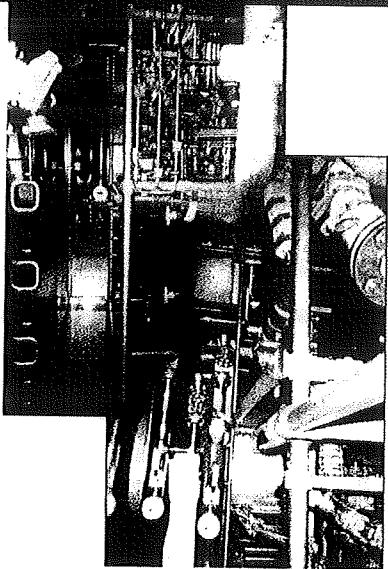
Bay State fabricates piping systems with flanged and screwed joints as well as systems fabricated with welding, brazing, and soldering processes. In many instances it is possible to deliver fully welded and painted precision built pipe assemblies to the job site for fast and efficient field installation.

Master License # MA12525

We would appreciate the opportunity to discuss any upcoming projects which would require the types of services we provide. Please give us a call: 1-800-828-WELD(9353) Fax: 603-881-8052.

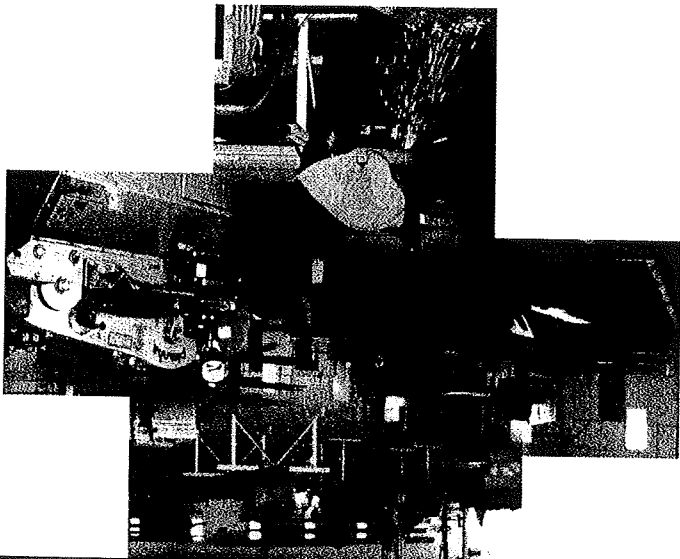
## Piping Systems

Utilizes the extensive expertise of our Production and Engineering Personnel to plan and Engineer innovative methods to maximize job safety and minimize downtime.



## Shop Equipment

- 175 Ton CNC 12 ft. Accupress Brake
- 10 ft. x 1/4 in. Accurshear
- (3) 16" Horizontal Band Saws
- 70 Ton Iron Worker-to Shear, Punch and Slot



Bay State holds membership in the following:  
 AISC-American Institute of Steel Construction, Inc.  
 AWS-American Welding Society  
 ABC-Associated Builders and Contractors, Inc.



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