

Edgar Filing: WAUSAU MOSINEE PAPER CORP - Form 11-K

WAUSAU MOSINEE PAPER CORP  
Form 11-K  
June 28, 2004

FORM 11-K

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 15 (d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2003

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number: 1-13923

WAUSAU-MOSINEE PAPER CORPORATION  
SAVINGS AND INVESTMENT PLAN

(Full title of the plan and the address of the plan, if different from the  
issuer named below)

WAUSAU-MOSINEE PAPER CORPORATION  
1244 KRONENWETTER DRIVE  
MOSINEE, WI 54455-9099

(Name of issuer of the securities held pursuant to the plan  
and the address of its principal executive office)

WAUSAU-MOSINEE PAPER CORPORATION

SAVINGS AND INVESTMENT PLAN

TABLE OF CONTENTS

|   | PAGE |
|---|------|
| REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM   | 1    |
| FINANCIAL STATEMENTS:   |      |
| Statements of Net Assets Available for Benefits for the<br>Years Ended December 31, 2003 and 2002 | 2    |
| Statements of Changes in Net Assets Available for Benefits for the                                |      |

# Edgar Filing: WAUSAU MOSINEE PAPER CORP - Form 11-K

|   |     |
|---|-----|
| Years Ended December 31, 2003 and 2002  | 3   |
| Notes to Financial Statements   | 4-9 |
| SUPPLEMENTAL SCHEDULE -   |     |
| Form 5500, Schedule H, Part IV, Line 4i - Schedule of Assets<br>(Held at End of Year) |     |
| December 31, 2003   | 10  |

Schedules not filed herewith are omitted because of the absence of conditions under which they are required.

-i-

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Wausau-Mosinee Paper Corporation  
Savings and Investment Plan  
Mosinee, Wisconsin:

We have audited the accompanying statements of net assets available for benefits of Wausau-Mosinee Paper Corporation Savings and Investment Plan (the "Plan") as of December 31, 2003 and 2002, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). 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, such financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2003 and 2002, and the changes in net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule listed in the Table of Contents is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This schedule is the responsibility of the Plan's management. Such schedule has been subjected to the auditing procedures applied in our audit of the basic 2003 financial statements and, in our opinion, is fairly stated in all material respects when considered in relation to the basic financial statements taken as a whole.

DELOITTE & TOUCHE LLP

June 25, 2004

Edgar Filing: WAUSAU MOSINEE PAPER CORP - Form 11-K

-1-

WAUSAU-MOSINEE PAPER CORPORATION  
SAVINGS AND INVESTMENT PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS  
DECEMBER 31, 2003 AND 2002

|                                   | 2003          | 2002          |
|-----------------------------------|---------------|---------------|
| ASSETS:                           |               |               |
| Cash and cash equivalents         | \$ 177,634    | \$70,669      |
| Investments                       | 168,908,662   | 134,876,939   |
| Receivables:                      |               |               |
| Employer                          | 92,899        | 79,779        |
| Participants                      | 180,512       | 113,458       |
| Accrued income                    | 137,169       | 159,963       |
| Other receivables                 | 57,908        | --            |
| Total receivables                 | 468,488       | 353,200       |
| Total assets                      | 169,554,784   | 135,300,808   |
| LIABILITIES:                      |               |               |
| Other liabilities                 | --            | 145,328       |
| Total liabilities                 | --            | 145,328       |
| NET ASSETS AVAILABLE FOR BENEFITS | \$169,554,784 | \$135,155,480 |

See notes to financial statements.

-2-

WAUSAU-MOSINEE PAPER CORPORATION  
SAVINGS AND INVESTMENT PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS  
YEARS ENDED DECEMBER 31, 2003 AND 2002

|  | 2003         |          |
|--|--------------|----------|
| ADDITIONS:   |              |          |
| Net appreciation (depreciation) in fair value of investments | \$25,884,612 | \$ (24,6 |
| Contributions:   |              |          |
| Employer   | 2,622,928    | 2,5      |
| Participants   | 9,987,650    | 9,9      |
| Participant rollovers  | 135,796      | 2        |
| Total contributions  | 12,746,374   | 12,7     |
| Interest income  | 1,893,960    | 1,7      |
| Dividend income  | 363,554      | 3        |

Edgar Filing: WAUSAU MOSINEE PAPER CORP - Form 11-K

|   |               |         |
|---|---------------|---------|
| Total additions   | 40,888,500    | (9,7    |
| DEDUCTIONS:   |               |         |
| Distributions to participants                           | 6,394,359     | 8,2     |
| Administrative expenses                                 | 94,837        | 1       |
| Total deductions  | 6,489,196     | 8,3     |
| NET INCREASE (DECREASE)                                 | 34,399,304    | (18,1   |
| NET ASSETS AVAILABLE FOR BENEFITS,<br>BEGINNING OF YEAR | 135,155,480   | 153,3   |
| NET ASSETS AVAILABLE FOR BENEFITS,<br>END OF YEAR       | \$169,554,784 | \$135,1 |

See notes to financial statements.

-3-

WAUSAU-MOSINEE PAPER CORPORATION  
SAVINGS AND INVESTMENT PLAN

NOTES TO FINANCIAL STATEMENTS  
YEARS ENDED DECEMBER 31, 2003 AND 2002

1. PLAN DESCRIPTION

The following brief description of the Wausau-Mosinee Paper Corporation Savings and Investment Plan (the "Plan") is provided for general information purposes only. The Plan is subject to certain provisions of the Employee Retirement Income Security Act of 1974 ("ERISA") and Section 401 of the Internal Revenue Code ("IRC"). Participants should refer to the Plan document for more complete information.

An employee initially becomes eligible to participate at times varying from one day of service to 120 days of service, depending upon the employee's classification and his or her employment date.

General - The Plan was established on January 1, 1988. It is a defined contribution plan that covers all full-time salaried, non-union hourly, and all collectively bargained common law employees of Wausau-Mosinee Paper Corporation and its subsidiaries (the "Company").

Contributions - Participants are allowed to contribute up to 16% of their gross annual compensation, as defined in the Plan document. Contributions are subject to certain limitations.

The Plan allows participants to rollover distributions from another employer's retirement plan or an annuity contract as contributions, subject to certain restrictions. Participants may deposit any portion of a distribution that has not been taxed, provided the deposit is eligible for rollover under the IRC. These deposits are not subject to the contribution limitations under the IRC. The Company does not match these contributions.

Non-Bargained Employees - The Company currently matches non-bargained participant contributions at a rate of \$0.50 for every \$1.00 contributed on the first 3% and \$.35 for every \$1.00 contributed on the second 3%, up to 6% of a participant's annual compensation as defined in the Plan.

The Plan allows the Board of Directors to determine a discretionary

## Edgar Filing: WAUSAU MOSINEE PAPER CORP - Form 11-K

matching contribution to be made for participants employed on the last day of the year or who terminated employment during the year due to death, retirement on or after attainment of age 55, or disability. There were no discretionary matching contributions for the years ended December 31, 2003 and 2002.

-4-

Bargained Employees - The Company matching contribution differs by collective bargaining unit. Bargained employees of certain collective bargaining units do not receive a matching contribution while other employees receive a matching contribution. The maximum matching contribution of any collective bargaining unit was \$2.03 per \$1.00 contributed up to 3% of a participant's annual gross compensation.

Participant Accounts - Individual accounts are maintained for each of the Plan's participants to reflect the participant's contributions and related employer contributions, as well as the participant's share of the Plan's income and any related administrative expenses. Allocations are based on the proportion that each participant's account balance has to the total of all participants' account balances.

Investment Options - The Plan allows participants to direct the investment of all contributions and related earnings among various mutual funds, various pooled equity and fixed income funds and a Company common stock fund consisting of common stock of the Company and short-term, interest bearing instruments.

Allocation of Investment Income (Loss) - Each participant's account is allocated investment income (loss) based upon the specific investment options chosen and in the proportion that an individual participant's account balance bears in relation to total account balances under the Plan.

Vesting - Participants are fully vested in their salary deferral and rollover contributions plus earnings/losses thereon. Vesting in the Company's matching contributions, plus actual earnings/losses thereon is based on years of service and the participant's employment status as either non-bargained or bargained.

Non-bargained participants are fully vested in the Company's contributions after three years of vesting service, or at the rate of 33 1/3% per year of service. Bargained participants vest in the Company's matching contributions according to varying vesting schedules depending on the terms of the applicable collective bargaining agreement. A year of vesting service consists of a calendar year in which an employee works a minimum of 1,000 hours for the Company.

Participant contributions and earnings thereon, rollover contributions, and vested Company contributions and earnings thereon may be withdrawn for any reason after a participant reaches age 59 1/2 or at any age if a participant demonstrates financial hardship. Financial hardship withdrawals are subject to government regulation and may be subject to a 10% penalty.

Payment of Benefits - On termination of service due to death, disability, or retirement, the vested portion of a participant's account is payable to the participant, or a named beneficiary, based on the participant's elected payment method. The payment options available are lump-sum or periodic payments. A nontransferable annuity optional form of benefit was available prior to October 1, 2002.

-5-

Forfeitures - Plan forfeitures arise as a result of participants who terminate service with the Company before becoming fully vested in the Company's contribution. These forfeitures are used to reduce future

## Edgar Filing: WAUSAU MOSINEE PAPER CORP - Form 11-K

Company contributions. Certain forfeitures relating to the Mosinee Thrift Plan prior to January 1, 1999 are allocated to certain participant accounts in accordance with the Plan document. The amount of forfeitures available at December 31, 2003 and 2002 was \$369,456 and \$368,131, respectively.

Participant Loans - Participants may borrow from their accounts. Loan transactions are treated as a segregated investment of the participant's

account. Loan terms range from one to five years or longer if for the purchase of a primary residence. Loans may not exceed the lesser of 50% of the participant's account balance or \$50,000, and are secured by the balance in the participant's account. The loans bear interest at a rate commensurate with local prevailing rates as determined from time to time by the Company's employee benefits committee. Interest rates on existing loans range from 4.00% to 10.50%. Principal and interest are paid ratably through payroll deductions. Upon termination of employment, outstanding balances become due and payable to the Plan, unless the borrower elects to continue making repayments in accordance with the promissory note evidencing the loan.

Plan Expenses - Recordkeeping and account access fees are charged to participants at a cost of \$10 per participant. Administrative expenses charged by the third party administrator and all other expenses incurred in conjunction with the Plan are paid by the Company. Investment advisory and management fees are allocated proportionately to Plan participants based on their respective account balances in certain funds. Loan fees are charged directly to the participant's account against the investment option for which the loan was originally charged.

Plan Termination - Although it has not expressed any intent to do so, Wausau-Mosinee Paper Corporation has the right under the Plan to terminate the Plan subject to the provisions of ERISA. Upon termination of the Plan, all account balances of the participants become fully vested. The account will be held under the Plan and continue to accrue investment earnings until all vested benefits have been distributed according to the terms of the Plan.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation - The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States.

Benefits - Benefits are recorded when distributed. The amount of benefit payments requested in 2003 that were distributed in 2004 was \$398,428. All benefit payments requested in 2002 were distributed in 2002.

Investment Valuation and Income Recognition - The Plan's various mutual fund and company stock investments are carried at fair value which represents the quoted market

-6-

values of the underlying investments on the last business day of the plan year including current income and investment expenses. Investments in the M&I Stable Principal Fund are stated at contract value which approximates fair value.

Loans are stated at estimated fair value and are deemed collectible. Securities transactions are accounted for on the trade-date basis (the date the order to buy or sell is executed).

Gains or losses on security transactions are recorded as the difference between proceeds received and the carrying value of the investments.

## Edgar Filing: WAUSAU MOSINEE PAPER CORP - Form 11-K

Interest income is recognized on the accrual method, and dividend income is recorded on the ex-dividend date.

Net appreciation and depreciation in fair value of investments on the statements of changes in net assets available for benefits includes both unrealized appreciation or depreciation and realized gains and losses. Interest and dividends are identified separately.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein. Actual results could differ from those estimates. The Plan utilizes various investment instruments, including mutual funds and investment contracts. Investment securities are exposed to various risks including but not limited to, interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the value of investment securities will occur in the near term.

### 3. INVESTMENTS

The following represents a summary of the fair value of investments at December 31, 2003 and 2002. Investments that individually represent 5% or more of the Plan's net assets available for benefits are separately identified.

-7-

|   | ASSET FAIR VALUE |               |
|---|------------------|---------------|
|   | 2003             | 2002          |
| INVESTMENTS AT FAIR VALUE AS DETERMINED<br>BY QUOTED MARKET PRICE                 |                  |               |
| Common/collective trusts:   |                  |               |
| Northern Capital Management Fund,<br>2,935,084 and 2,995,358 shares, respectively | \$ 32,122,882    | \$ 26,592,928 |
| Wausau-Mosinee Common Stock Fund,<br>492,480 and 619,086 shares, respectively     | 6,798,430        | 6,994,381     |
| Total common/collective trusts  | 38,921,312       | 33,587,309    |
| Pooled separate accounts  | 5,895,261        | 4,621,599     |
| Registered investment companies:  |                  |               |
| ABN AMRO/Chicago Capital Growth Fund,<br>566,640 and 603,211 shares, respectively | 12,449,076       | 10,900,025    |
| Brandywine Blue Chip Fund,<br>482,722 and 477,972 shares, respectively            | 11,498,429       | 8,799,471     |
| Thompson Plumb Growth Fund,<br>281,897 and 240,162 shares, respectively           | 12,936,266       | 8,384,066     |
| Vanguard 500 Admiral Fund,<br>103,701 and 81,121 shares, respectively             | 10,648,008       | --            |
| Other   | 33,292,884       | 26,009,557    |
| Total registered investment companies   | 80,824,663       | 54,093,119    |
| INVESTMENTS AT ESTIMATED VALUE  |                  |               |
| Participant loans   | 2,616,778        | 2,348,625     |

Edgar Filing: WAUSAU MOSINEE PAPER CORP - Form 11-K

INVESTMENTS AT CONTRACT VALUE

|   |                |               |
|---|----------------|---------------|
| Investment contracts between financial institutions -<br>M&I Stable Principal Fund,<br>40,650,648 and 40,226,287 shares, respectively | 40,650,648     | 40,226,287    |
| TOTAL INVESTMENTS   | \$ 168,908,662 | \$134,876,939 |

-8-

During 2003 and 2002, the Plan's investments (including investments bought, sold, and held during the year) appreciated (depreciated) in value as follows:

|   | NET CHANGE IN<br>FAIR VALUE |                 |
|---|-----------------------------|-----------------|
|   | 2003                        | 2002            |
| INVESTMENTS AT FAIR VALUE DETERMINED<br>BY QUOTED MARKET PRICE: |                             |                 |
| Common/collective trusts  | \$ 7,460,919                | \$ (9,023,058)  |
| Pooled separate accounts/investment contract                    | 1,029,551                   | (644,032)       |
| Registered investment companies                                 | 17,394,142                  | (15,008,362)    |
|   | \$ 25,884,612               | \$ (24,675,452) |

1. INVESTMENT CONTRACT

In 2003 and 2002, the Plan maintained an investment contract with Marshall & Ilsley Trust Company ("M&I"). Contributions are maintained in a pooled account. The account is credited with earnings on the underlying investments and charged for Plan withdrawals and administrative expenses charged by M&I. The contract is included in the financial statements at contract value, which approximates fair value, as reported to the Plan by M&I. Contract value represents contributions made under the contract plus earnings, less plan withdrawals and administrative expenses. The average yield and crediting interest rates on the contract were 4.33% and 4.11%, respectively, for the year ended December 31, 2003 and 4.93% and 5.23% for the year ended December 31, 2002, respectively. The basis and frequency of determining the crediting interest rate is done on a daily basis. There were no guarantees or limitations on the contract at December 31, 2003 and 2002.

5. FEDERAL INCOME TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated July 18, 2003, that the Plan is qualified and the trust established under the Plan is tax-exempt, under the appropriate sections of the IRC.

6. RELATED PARTY TRANSACTIONS

The Plan invests in Company common stock. In addition, certain plan investments represent shares of mutual funds and collective trust funds managed by the Trustee. These transactions are considered party-in-interest transactions. These transactions are not, however, considered prohibited transactions under ERISA regulations. Fees paid by the Plan for investment management services were included as a reduction of the return earned on each fund.

-9-

Edgar Filing: WAUSAU MOSINEE PAPER CORP - Form 11-K

WAUSAU-MOSINEE PAPER CORPORATION  
SAVINGS & INVESTMENT PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4I - SCHEDULE OF ASSETS HELD FOR  
INVESTMENTS PURPOSES  
DECEMBER 31, 2003

| IDENTITY OF ISSUE, BORROWER,<br>LESSOR OR SIMILAR PARTY | DESCRIPTION OF INVESTMENT<br>INCLUDING MATURITY DATE,<br>RATE OF INTEREST, COLLATERAL,<br>PAR OR MATURITY VALUE | NUMBER<br>OF SHARES/<br>PAR VALUE |
|---|---|-----------------------------------|
| Marshall & Ilsley Trust Company*                        | Common/collective trust   |                                   |
|   | - Northern Capital Management Fund  | 2,935,084                         |
| Marshall & Ilsley Trust Company*                        | Common/collective trust   |                                   |
|   | - Wausau-Mosinee Common Stock Fund  | 492,480                           |
| Marshall & Ilsley Trust Company*                        | Pooled separate account   |                                   |
|   | - M&I Aggressive Balanced Portfolio Fund  | 52,288                            |
| Marshall & Ilsley Trust Company*                        | Pooled separate account   |                                   |
|   | - M&I Moderate Balanced Portfolio Fund  | 122,710                           |
| Marshall & Ilsley Trust Company                         | *Pooled separate account  |                                   |
|   | - M&I Diversified Stock Portfolio Fund  | 82,477                            |
| Marshall & Ilsley Trust Company                         | *Pooled separate account  |                                   |
|   | - M&I Stable Principal Fund   | 40,650,648                        |
| AIM Small Cap Growth Fund                               | Registered investment company   |                                   |
|   | - AIM Small Cap Growth Fund   | 31,343                            |
| Artisan International Fund                              | Registered investment company   |                                   |
|   | - Artisan International Fund  | 425,783                           |
| Brandywine Blue Chip Fund                               | Registered investment company   |                                   |
|   | - Brandywine Blue Chip Fund   | 482,722                           |
| ABN AMRO/Chicago Capital<br>Growth Fund                 | Registered investment company   |                                   |
|   | - ABN AMRO/Chicago Capital Growth Fund  | 566,640                           |
| Fidelity Advisor Equity Income Fund                     | Registered investment company   |                                   |
|   | - Fidelity Advisor Equity Income Fund   | 152,228                           |
| MFS Mid Cap Growth Fund                                 | Registered investment company   |                                   |
|   | - MFS Mid Cap Growth Fund   | 784,215                           |
| Marshall Mid Cap Value Fund                             | Registered investment company   |                                   |
|   | - Marshall Mid Cap Value Fund   | 187,204                           |
| Royce Opportunity Fund                                  | Registered investment company   |                                   |
|   | - Royce Opportunity Fund  | 531,916                           |
| Thompson Plumb Balanced Fund                            | Registered investment company   |                                   |
|   | - Thompson Plumb Balanced Fund  | 289,136                           |
| Thompson Plumb Growth Fund                              | Registered investment company   |                                   |
|   | - Thompson Plumb Growth Fund  | 281,897                           |
| Vanguard 500 Index Fund                                 | Registered investment company   |                                   |
|   | - Vanguard 500 Index Fund   | 103,701                           |
| Participant Loans*                                      | Rate during year 4.0% - 10.5%   | 2,616,778                         |
| Total assets (held at end of year)                      |   | 168,908,662                       |