ANGELICA CORP /NEW/
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant ý

Filed by a Party other than the Registrant o

Check the appropriate box:

ý Preliminary Proxy Statement

o **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

o Definitive Proxy Statement

o Definitive Additional Materials

o Soliciting Material Pursuant to §240.14a-12

ANGELICA CORPORATION

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

o No fee required.

ý Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:
common stock, par value $1.00 per share

(2) Aggregate number of securities to which transaction applies:
9,302,195 shares of common stock, which excludes restricted stock and shares issuable upon exercise of options, 249,485 shares of restricted stock and 497,900 shares of common stock issuable upon exercise of outstanding stock options.

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
The filing fee was determined based upon the sum of (A) 9,302,195 shares of common stock multiplied by $22.00 per share, (B) 249,485 shares of common stock represented by restricted stock multiplied by $22.00 per share, (C) options to purchase 282,400 shares of common stock

with an exercise price of less than $22.00 per share multiplied by $5.11 per share (which is the difference between $22.00 and the weighted average exercise price per share), and (D) $75,000 expected to be paid for options to purchase 215,500 shares of common stock with an exercise price of more than $22.00 per share. In accordance with Exchange Act Rules 14a-6(a) and 0-11(c), the filing fee was determined by multiplying a fee of $0.0000393 by the sum of the preceding sentence.

(4) Proposed maximum aggregate value of transaction:
$211,655,020

(5) Total fee paid:
$8,320

o Fee paid previously with preliminary materials.

o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

PRELIMINARY PROXY STATEMENT, SUBJECT TO COMPLETION

, 2008

Dear Shareholder:

You are cordially invited to attend a special meeting of shareholders of Angelica Corporation ("Angelica") to be held on , 2008 at , local time, at .

At the special meeting, you will be asked to consider and vote upon a proposal to approve an Agreement and Plan of Merger, dated as of May 22, 2008 (the "Merger Agreement") that Angelica entered into with Clothesline Holdings, Inc. ("Parent") and its wholly-owned subsidiary, Clothesline Acquisition Corporation ("Merger Sub"). Under the Merger Agreement, Parent will acquire Angelica by means of a merger of Merger Sub with and into Angelica. As a result of the merger, each issued and outstanding share of Angelica common stock (other than dissenting shares) will be converted into the right to receive $22.00 in cash, without interest and less applicable tax withholding.

The Board of Directors of Angelica has approved the Merger Agreement and determined that the merger is in the best interests of Angelica and its shareholders, and recommends that you vote "FOR" the approval of the Merger Agreement.

Your vote is important. The affirmative vote of the holders of at least two-thirds of the outstanding shares of Angelica's common stock entitled to vote at the special meeting is required to approve the Merger Agreement. All of the directors and executive officers of Angelica, who, as of May 30, 2008, owned an aggregate of 648,740 shares of our common stock, or 6.53% of the outstanding shares, have indicated that they intend to vote for approval of the Merger Agreement. Steel Partners II, L.P., a shareholder who, as of May 27, 2008, owned 18.77% of the outstanding shares of our common stock, has entered into a voting agreement with Parent, pursuant to which it has agreed to vote in favor of the adoption and approval of the Merger Agreement and the transactions contemplated thereby.

Shareholders are urged to read carefully the accompanying proxy statement, which contains a detailed description of the merger and related matters. You may also obtain more information about Angelica from documents it has filed with the Securities and Exchange Commission.

Whether or not you plan to attend the special meeting personally, as soon as possible please complete, sign and date the enclosed proxy card and mail it in the enclosed postage-paid envelope, cast your vote via the Internet or telephone (as specified on the proxy card), or instruct your broker, bank or other nominee how to vote your shares (if your shares are held in "street name"). If you attend the special meeting, you may, by following the procedures outlined in the accompanying proxy materials, vote in person if you wish, even if you have previously voted by submitting your proxy. **You should not send in the certificates for your shares of common stock until you receive specific instructions at a later date.**

We thank you for your prompt attention to this matter and your support.

Sincerely,

Stephen M. O'Hara
President and Chief Executive Officer

Neither the Securities and Exchange Commission nor any state securities regulatory agency has approved or disapproved the merger, passed upon the merits or fairness of the merger or passed upon the adequacy or accuracy of the disclosures in this document. Any representation to the contrary is a criminal offense.

The accompanying proxy statement is dated , 2008 and is first being mailed to Angelica shareholders on or about , 2008.

ANGELICA CORPORATION

NOTICE OF SPECIAL MEETING OF SHAREHOLDERS
To be held , 2008

To the Shareholders of Angelica Corporation:

A Special Meeting of Shareholders of Angelica Corporation ("Angelica") will be held at on , 2008, at local time, for the following purposes:

1. To consider and vote upon a proposal to approve the Agreement and Plan of Merger, dated as of May 22, 2008 (the "Merger Agreement"), by and among Angelica, Clothesline Holdings, Inc. ("Parent") and Clothesline Acquisition Corporation ("Merger Sub"), pursuant to which, upon the merger becoming effective, each share of common stock, par value $1.00 per share, of Angelica (other than shares held by shareholders who properly demand dissenter's rights in compliance with all of the required procedures under Missouri law) will be converted into the right to receive $22.00 in cash, without interest;

2. To consider and vote upon any proposal to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies if there are not sufficient votes for approval of the Merger Agreement at the special meeting; and

3. To transact such other business as may properly come before the special meeting or any adjournments or postponements of the special meeting.

The Board of Directors has fixed the close of business on , 2008 as the record date for the determination of shareholders entitled to receive notice of and to vote at the special meeting and any postponements and adjournments thereof. A list of shareholders entitled to vote at the special meeting will be available for examination by Angelica's shareholders for any purpose germane to the special meeting: (i) at the special meeting upon the request of an Angelica shareholder or (ii) for a period of ten (10) days prior to the special meeting during ordinary business hours at Angelica's principal executive offices at 424 South Woods Mill Road, Chesterfield, Missouri, 63017-3406.

We urge you to read the accompanying proxy statement carefully as it sets forth details of the proposed merger and other important information related to the merger.

Your vote is important, regardless of the number of shares of Angelica's common stock you own. The adoption of the Merger Agreement requires the affirmative approval of the holders of at least two-thirds of the outstanding shares of Angelica's common stock entitled to vote at the special meeting. Even if you plan to attend the special meeting in person, we request that you submit your proxy prior to the special meeting by signing and returning the enclosed proxy card, voting via the Internet or telephone (as specified on the proxy card), or instructing your broker, bank or other nominee how to vote your shares (if your shares are held in "street name") to ensure that your shares will be represented at the special meeting if you are unable to attend. If you fail to submit your proxy and do not attend the special meeting in person, it will have the same effect as a vote against the adoption of the Merger Agreement.

If the merger is consummated, holders of Angelica's common stock entitled to vote on the proposal to approve the Merger Agreement who did not vote in favor thereof and who properly elected to dissent pursuant to Section 351.455 of the General and Business Corporation Law of Missouri (the "MGBCL") will have the right to receive payment of the "fair value" of their shares pursuant to Section 351.455 of the MGBCL. The full text of Section 351.455 of the MGBCL is included as Appendix C to the proxy statement accompanying this Notice of Special Meeting of Shareholders. For a summary of the dissenters' rights of Angelica's shareholders, see "THE MERGER Dissenters' Rights" in the accompanying proxy statement. Failure to comply strictly with the procedures set forth in Section 351.455 of the MGBCL will cause a shareholder to lose dissenters' rights.

You are cordially invited to attend the special meeting. However, whether or not you plan to be personally present at the special meeting, please promptly complete, sign and date the enclosed proxy card and return it in the envelope provided, vote via the Internet or telephone (as specified on the proxy card) or instruct your broker, bank or other nominee how to vote your shares (if your shares are held in "street name"). If you properly sign, date and mail your proxy card without indicating how you wish to vote, your vote will be counted as a vote in favor of approval of the Merger Agreement and in favor of any proposal to adjourn the special meeting, if necessary. If you do not return your proxy card, do not vote via the Internet or telephone, do not attend the special meeting and vote in person, or do not instruct your broker, bank or other nominee how to vote your shares (if your shares are held in "street name"), it will have the same effect as a vote against the approval of the Merger Agreement, but will not affect the outcome of the vote regarding the adjournment of the special meeting, if necessary. No postage is necessary if mailed in the United States. If you are a shareholder of record, or hold a valid proxy to vote at the meeting, and attend the special meeting, you may, by following the procedures discussed in the accompanying proxy materials, revoke your proxy by voting in person.

Angelica's board of directors recommends that you vote "FOR" the adoption of the Merger Agreement and "FOR" approval of discretionary authority to the persons named as proxies to vote to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies.

By Order of the Board of Directors,

Stephen M. O'Hara
President and Chief Executive Officer

Chesterfield, Missouri
, 2008

TABLE OF CONTENTS

ANGELICA CORPORATION

PROXY STATEMENT

SPECIAL MEETING OF SHAREHOLDERS

, 2008

QUESTIONS AND ANSWERS ABOUT THE MERGER

The following questions and answers are provided for your convenience and briefly address some questions you may have about the merger and the special meeting of Angelica shareholders. These questions and answers may not address all questions that may be important to you as an Angelica shareholder. Please also consult the more detailed information contained elsewhere in this proxy statement, the appendices to this proxy statement, and the documents referred to in this proxy statement.

Except as otherwise specifically noted in this proxy statement or as the context otherwise requires, "we," "our," "us" and similar words in this proxy statement refer to Angelica Corporation and its subsidiaries. In addition, we sometimes refer to Angelica Corporation as "Angelica" or the "Company." We refer to Clothesline Holdings, Inc. as "Parent" and to Clothesline Acquisition Corporation as "Merger Sub."

Q: What am I being asked to vote on?

A: You are being asked to vote upon a proposal to approve a Merger Agreement that provides for the proposed acquisition of Angelica by Parent, and to grant the persons named as proxies discretionary authority to vote to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies in the event that there are not sufficient votes to approve the Merger Agreement. The proposed acquisition would be accomplished through a merger of Merger Sub, a wholly-owned subsidiary of Parent, with and into Angelica. After the merger, Angelica will be the surviving corporation and Parent will own all of our common stock.

Q: Where and when is the special meeting?

A: The special meeting will take place at on , 2008, at local time.

Q: What will Angelica's shareholders receive in the merger?

A: If the merger is consummated, our shareholders will receive $22.00 in cash, without interest and less any applicable tax withholding, for each share of Angelica common stock they own (other than dissenting shares). See "THE MERGER AGREEMENT Consideration to be Received in the Merger."

Q: What do I need to do now?

A: After you read this proxy statement carefully and consider how the merger affects you, mail your completed, dated and signed proxy card in the enclosed return envelope, or vote via the Internet or telephone (as specified in the proxy card), as soon as possible so that your shares can be voted at the special meeting of our shareholders. If you hold your shares in "street name," follow the instructions from your broker, bank or other nominee on how to vote your shares. Please do not send in your stock certificates with your proxy.

Q: How does Angelica's board of directors recommend I vote?

A: At a meeting held on May 22, 2008, Angelica's board of directors approved the Merger Agreement and declared the Merger Agreement and the merger to be in the best interests of Angelica and its shareholders. Except with respect to Stephen M. O'Hara, our President and Chief Executive Officer, our board of directors consists solely of independent directors. Our independent directors unanimously approved the Merger Agreement and declared the Merger Agreement and the merger to be in the best interests of Angelica and its shareholders. Citing the potential appearance of a conflict of interest arising out of his continued employment with Angelica following the merger, Mr. O'Hara

abstained from voting on the Merger Agreement and the merger. Our board of directors recommends that you vote "FOR" approval of the Merger Agreement and "FOR" approval of the proposal to grant discretionary authority to the persons named as proxies to vote to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies. See "THE MERGER Recommendation of Angelica's Board and Reasons for the Merger." When considering the recommendation by our board of directors in favor of the merger, you should be aware that our directors and executive officers have interests in the merger that are different from, or in addition to, your interests. See "THE MERGER Interest of our Directors and Executive Officers in the Merger."

Q: What vote of shareholders is required to approve the proposals at the special meeting?

A: Approval of the Merger Agreement requires the affirmative vote of the holders of at least two-thirds of the outstanding shares of Angelica's common stock entitled to vote at the special meeting.

The proposal to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies requires the affirmative vote of a majority of the shares represented in person or by proxy at the special meeting entitled to vote thereon.

All of the directors and executive officers of Angelica, who, as of May 30, 2008, owned an aggregate of 648,740 shares of our common stock, or 6.53% of the outstanding shares, have indicated that they intend to vote for approval of the Merger Agreement. Steel Partners II, L.P., a shareholder who, as of May 27, 2008, owned 18.77% of the outstanding shares of our common stock, has entered into a voting agreement with Parent, pursuant to which it has agreed to vote in favor of the adoption and approval of the merger agreement and the transactions contemplated thereby.

Q: Who is entitled to vote at the special meeting?

A: Only shareholders of record as of the close of business on , 2008, the record date for the special meeting, are entitled to receive notice of the special meeting and to vote at the special meeting, or at any adjournments or postponements of the special meeting. On the record date shares of our common stock, held by shareholders of record, were outstanding.

Most of our shareholders hold their shares beneficially through a broker, bank or other nominee rather than directly in their own names as shareholders of record. As summarized below, there are some distinctions between shares held of record and those owned beneficially:

SHAREHOLDER OF RECORD If your shares are registered directly in your name then you are considered the shareholder of record of those shares and these proxy materials are being sent directly to you. As the shareholder of record, you have the right to grant a proxy or vote in person at the meeting.

BENEFICIAL OWNER If your shares are held through a broker, bank or other nominee (e.g., shares held in a "brokerage account"), then you are considered to be the beneficial owner of shares held in "street name" and these proxy materials are being forwarded to you by your broker, bank or other nominee who is considered the shareholder of record of those shares. As the beneficial owner, you have the right to direct your broker, bank or other nominee on how to vote your shares. You are also invited to attend the special meeting. However, because you are not the shareholder of record, you may not vote these shares in person at the meeting unless you first obtain a legal proxy from your broker, bank or other nominee holding your shares.

Q: May I vote in person?

A: Yes. If you are a shareholder of record you may attend the special meeting and vote your shares in person, rather than signing and returning your proxy card or voting via the Internet or telephone. If you are the beneficial owner of shares held in "street name," you must get a proxy from your broker, bank or other nominee in order to attend the special meeting and vote those shares.

Q: May I vote via the Internet or telephone?

A: If you are a shareholder of record, you may submit a proxy by telephone or electronically through the Internet by following the instructions included with your proxy card.

If you are the beneficial owner of shares held in "street name," please check your proxy card or contact your broker, bank or other nominee to determine whether you will be able to provide voting instructions to your broker, bank or other nominee by telephone or electronically.

Proxies submitted via the Internet or telephone must be received by 11:59 p.m. Eastern time on , 2008.

Q: How are votes counted?

A: For the proposal relating to the Merger Agreement, you may vote FOR, AGAINST or ABSTAIN. Approval of the Merger Agreement requires the affirmative vote of the holders of at least two-thirds of the outstanding shares of common stock entitled to vote at the special meeting. Abstentions will not count as votes cast on the proposal relating to the approval of the Merger Agreement. As a result, if you ABSTAIN, it has the same effect as if you vote AGAINST the approval of the Merger Agreement.

For the proposal to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies, you may vote FOR, AGAINST or ABSTAIN. The approval of any proposal to adjourn the special meeting requires the affirmative vote of the holders of a majority of the shares of common stock represented in person or by proxy at the special meeting and entitled to vote thereon. Abstentions will not count as votes cast on the proposal to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies. As a result, if you ABSTAIN, it has the same effect as if you vote AGAINST adjournment of the special meeting, if necessary or appropriate, to solicit additional proxies.

Q: How will my proxy be voted?

A: If proxies are properly dated, executed and returned, the shares they represent will be voted at the special meeting in accordance with the instructions of the shareholder. If proxies are properly dated, executed and returned but no specific voting instructions are given, the related shares will be voted as follows:

FOR the approval of the Merger Agreement;

FOR the grant of discretionary authority to the persons named as proxies to vote to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies.

Q: What happens if I do not return my proxy card, do not vote via the Internet or telephone, do not attend the special meeting and vote in person, or do not instruct my broker, bank or other nominee how to vote my shares (if my shares are held in "street name")?

A: Approval of the Merger Agreement requires the affirmative vote of the holders of at least two-thirds of the outstanding shares of our common stock entitled to vote at the special meeting. Therefore, if you do not return your proxy card, do not vote via the Internet or telephone, do not attend the special meeting and vote in person, or do not instruct your broker, bank or other nominee how to vote your shares (if your shares are held in "street name") it will have the same effect as if you voted against approval of the Merger Agreement. The approval of any proposal to adjourn the special meeting requires the affirmative vote of the holders of a majority of the shares of our common stock represented in person or by proxy at the special meeting and entitled to vote thereon. If you do not return your proxy card, do not vote via the Internet or telephone, do not attend the special meeting and vote in person, or do not instruct your broker, bank or other nominee how to vote your shares (if

your shares are held in "street name"), it will not affect the outcome of the vote on this matter because these votes will not be considered present and entitled to vote for this purpose.

Q: If my broker, bank or other nominee holds my shares in "street name," will my broker, bank or other nominee vote my shares for me?

A: Your broker, bank or other nominee will not be able to vote your shares without instructions from you. You should instruct your broker, bank or other nominee to vote your shares following the procedure provided by your broker, bank or other nominee. A broker non-vote generally occurs when a broker, bank or other nominee holding shares on your behalf does not vote on a proposal because the nominee has not yet received your instructions and lacks discretionary power to vote the shares.

Approval of the Merger Agreement requires the affirmative vote of the holders of at least two-thirds of the outstanding shares of common stock entitled to vote at the special meeting. Broker non-votes will not count as votes cast on a proposal. As a result, broker non-votes will have the same effect as a vote against the adoption of the Merger Agreement. The approval of any proposal to adjourn the special meeting requires the affirmative vote of the holders of a majority of the shares of common stock represented in person or by proxy at the special meeting and entitled to vote thereon. Therefore, broker non-votes will not affect the outcome of the vote on the adjournment of the special meeting, if necessary or appropriate, to solicit additional proxies because these votes will not be considered present entitled to vote for this purpose. See "THE SPECIAL MEETING Proxies."

Q: May I change my vote after I have submitted my proxy?

A: Yes. You may change your vote at any time before your proxy is voted at the special meeting. If you are a shareholder of record, you can do this in one of four ways.

First, you can deliver to D.F. King & Co., Inc. ("D.F. King"), our proxy solicitor, a written notice bearing a date later than your previously submitted proxy stating that you would like to revoke your proxy.

Second, you can complete, execute and deliver to D.F. King, a new, later dated proxy card for the same shares.

Third, you can log onto the Internet website specified on your proxy card in the same manner you would do to submit your proxy electronically or by calling the telephone number specified on your proxy card (in each case if you are eligible to do so) and follow the instructions on the proxy card.

Fourth, you can attend the special meeting and vote in person. Your attendance alone will not revoke your proxy.

Any written notice of revocation or subsequent proxy should be delivered to D.F. King or hand delivered to D.F. King, at 48 Wall Street, 22nd Floor, New York, New York 10005, at or before the taking of the vote at the special meeting.

If you are the beneficial owner of shares held in "street name" by your broker, bank or other nominee and you have instructed such broker, bank or other nominee to vote your shares, you must follow directions received from such broker, bank or other nominee to change those instructions. See "THE SPECIAL MEETING Proxies."

Q: What should I do if I receive more than one set of voting materials?

A: You may receive more than one set of voting materials, including multiple copies of this proxy statement and multiple proxy cards or voting instruction cards. For example, if you are a shareholder of record and your shares are registered in more than one name, you will receive more than one proxy card. If you beneficially own shares held in more than one brokerage account, you will receive a

separate voting instruction card for each brokerage account in which you hold shares. Please complete, sign, date and return (or vote via the Internet or telephone with respect to) each proxy card and voting instruction card that you receive to ensure that all of your shares are voted.

Q: What happens if I sell my shares of Angelica common stock after the record date but before the special meeting?

A: The record date for the special meeting is earlier than the date of the special meeting and the date that the merger is expected to be completed. If you transfer your shares of Angelica common stock after the record date but before the special meeting, you will retain your right to vote at the special meeting, but will transfer the right to receive the merger consideration.

Q: Will the merger be taxable to me?

A: Generally, yes. The receipt of cash pursuant to the merger will generally be a taxable transaction for U.S. federal income tax purposes, and may also be a taxable transaction under applicable state, local or foreign income or other tax laws. Generally, for U.S. federal income tax purposes, a shareholder will recognize gain or loss equal to the difference between the amount of cash received by the shareholder in the merger and the shareholder's adjusted basis in the shares of Angelica common stock converted into cash in the merger. If the shares of Angelica common stock are held by a shareholder as capital assets, gain or loss recognized by such shareholder will be capital gain or loss, which will be long term capital gain or loss if the shareholder's holding period for the shares of Angelica common stock exceeds one year. Because individual circumstances may differ, you should consult your own tax advisor to determine the particular tax effects to you. See "THE MERGER Material U.S. Federal Income Tax Consequences."

Q: Am I entitled to dissenters' rights?

A: Yes. If the merger is consummated, holders of Angelica's common stock entitled to vote on the proposal to approve the Merger Agreement who did not vote in favor thereof and who properly elected to dissent pursuant to Section 351.455 of the General and Business Corporation Law of Missouri (the "MGBCL") will have the right to receive payment of the "fair value" of their shares pursuant to Section 351.455 of the MGBCL. The full text of Section 351.455 of the MGBCL is included as Appendix C to this proxy statement. See "THE MERGER Dissenters' Rights." Failure to comply strictly with the procedures set forth in Section 351.455 of the MGBCL will cause a shareholder to lose dissenters' rights.

Q: How will I receive the merger consideration and when should I send in my Angelica stock certificates?

A: Shortly after the merger is completed, shareholders of record will receive written instructions for exchanging shares of our common stock for the merger consideration. If you beneficially own shares held in "street name" by your broker, bank or other nominee, you will receive instructions from your broker, bank or other nominee as to how to effect the surrender of your "street name" shares and receive the merger consideration for those shares. DO NOT SEND ANY STOCK CERTIFICATES WITH YOUR PROXY.

Q: What will happen to unexpired and unexercised options to purchase shares of common stock held under stock option plans of Angelica?

A: Prior to the completion of the merger, we will initiate an issuer tender offer pursuant to which we will offer to purchase for cancellation each unexpired and unexercised option to purchase shares of common stock held under any benefit plan of Angelica for an amount equal to the product of (i) the total number of shares subject to such option and (ii) the excess of the merger consideration of $22.00 per share over the exercise price per share subject to such option. Certain of our outstanding options are exercisable at a price per share that is greater than $22.00. In connection with the issuer tender

offer, we also expect to offer to purchase for cancellation these "out-of-the-money" options for an aggregate amount not to exceed $75,000. We currently expect to purchase each "out-of-the-money" option for $0.82, an amount determined under the Black-Scholes option pricing model after giving effect to a 35% discount for lack of liquidity and control. The options held by Mr. O'Hara and John S. Olbrych, our Chief Administrative Officer, with an exercise price greater than $22.00 per share will be cancelled as partial consideration for the opportunity to enter into new employment agreements with Merger Sub prior to the consummation of the merger.

Q: Who can help answer my questions?

A: If you would like additional copies, without charge, of this proxy statement or if you have more questions about the merger, including the procedures for voting your shares, you should contact:

D.F. King & Co., Inc.
48 Wall Street, 22nd Floor
New York, New York 10005
Banks and brokers call collect: (212) 269-5550
All others call toll-free: (800) 431-9643

SUMMARY TERM SHEET

This summary highlights selected information from this proxy statement and may not contain all of the information that may be important to you. For a more complete understanding of the merger and related transactions and the other information contained in this proxy statement, you should read carefully this entire proxy statement, the appendices to this proxy statement and the documents we refer you to in this proxy statement. A copy of the Agreement and Plan of Merger, dated as of May 22, 2008, by and among Parent, Merger Sub and Angelica (the "Merger Agreement") is attached as Appendix A to this proxy statement. For instructions on obtaining more information concerning us, see "WHERE YOU CAN FIND MORE INFORMATION" on page 59.

References to "Angelica," "we," "our" or "us" in this proxy statement refer to Angelica Corporation and its subsidiaries unless otherwise indicated by context.

The Companies

Angelica Corporation (see page 2)

Angelica Corporation
424 South Woods Mill Road
Chesterfield, Missouri 63107-3406
(314) 854-3800

Headquartered in Chesterfield, Missouri, we are a provider of outsourced linen management services to the U.S. healthcare industry. We provide laundry services, linen and apparel rental and on-site linen management services to a customer base of approximately 4,200 healthcare providers located in 25 states. To a more limited extent, we also provide linen management services to customers in the hospitality business.

Parent and Merger Sub (see page 2)

Clothesline Holdings, Inc.
c/o Lehman Brothers Merchant Banking
399 Park Avenue
New York, New York 10022
(212) 526-7000

Clothesline Holdings, Inc. (which we refer to as "Parent") is a Delaware corporation formed on May 16, 2008 solely for the purpose of acquiring Angelica. Parent has not engaged in any business except as contemplated by the Merger Agreement.

Clothesline Acquisition, Inc.
c/o Lehman Brothers Merchant Banking
399 Park Avenue
New York, New York 10022
(212) 526-7000

Clothesline Acquisition, Inc. (which we refer to as "Merger Sub"), a wholly-owned subsidiary of Parent, was organized under the laws of Missouri on May 19, 2008 solely for the purpose of acquiring Angelica. Merger Sub has not engaged in any business except as contemplated by the Merger Agreement.

Lehman Brothers Merchant Banking Fund IV L.P.

Lehman Brothers Merchant Banking
399 Park Avenue 9th Floor
New York, NY 10022

Parent and Merger Sub are affiliates of Lehman Brothers Merchant Banking Partners IV L.P. and Lehman Brothers Holdings Inc., a New York City-based global investment bank that entered the private equity business in 1984.

The Special Meeting

General (see page 2)

This proxy statement is furnished to our shareholders for use at the special meeting of shareholders called to consider and vote upon (1) the proposal to approve the Merger Agreement and (2) any proposal to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies in the event that there are not sufficient votes to approve the Merger Agreement. The special meeting will be held at local time on , 2008 at .

Record Date and Quorum Requirement (see pages 2-3)

We have set the close of business on , 2008 as the record date for determining those shareholders who are entitled to notice of and to vote at the special meeting. On the record date shares of our common stock held by shareholders of record, were outstanding. Each share of common stock is entitled to one vote.

A majority of the shares of our common stock issued and outstanding and entitled to vote at the special meeting must be present in person or represented by proxy to constitute a quorum for transacting business at the special meeting.

Vote Required (see page 3)

The approval of the Merger Agreement requires the affirmative vote of the holders of at least two-thirds of the outstanding shares of our common stock entitled to vote at the special meeting. **If you do not return your proxy card, do not vote via the Internet or telephone, do not attend the special meeting and vote in person, or do not instruct your broker, bank or other nominee how to vote your shares (if your shares are held in "street name") it will have the same effect as if you voted against the Merger Agreement.**

Because approval of the proposal to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies requires the affirmative vote of holders representing a majority of the voting power present in person or by proxy at the special meeting, abstentions will have the same effect as voting against that proposal. A failure to attend the meeting in person together with a failure to submit a proxy will have no effect with respect to the adjournment proposal. Because brokers do not have discretionary authority to vote on proposals presented at the meeting, broker non-votes will not count as votes for or against the proposal to adjourn the meeting.

All of the directors and executive officers of Angelica, who, as of May 30, 2008, owned an aggregate of 648,740 shares of our common stock, or 6.53% of the outstanding shares, have indicated that they intend to vote for approval of the Merger Agreement. Steel Partners II, L.P. ("Steel Partners"), a shareholder who, as of May 27, 2008, owned 18.77% of the outstanding shares of our common stock, has entered into a voting agreement with Parent, pursuant to which it has agreed to vote in favor of the adoption and approval of the Merger Agreement and the transactions contemplated thereby.

The Voting Agreement (see page 55)

In connection with the Merger Agreement, Parent and Steel Partners have entered into a voting agreement with Parent, dated as of May 22, 2008, which provides among other things that Steel Partners will vote in favor of the Merger Agreement and the merger at the special meeting for which this proxy statement relates. As of May 27, 2008, Steel Partners owned 18.77% of the outstanding shares of our common stock.

The Merger

The Merger (see page 5)

The Merger Agreement provides for the acquisition by Parent of Angelica through the merger of its wholly-owned subsidiary, Merger Sub, with and into Angelica. After the merger, Angelica will be the surviving corporation and Parent will own all of our common stock.

What You Will Receive in the Merger (see page 43)

Unless you seek dissenters' rights, you will be entitled to receive $22.00 in cash, without interest and subject to applicable tax withholding, in exchange for each share of our common stock you own at the time of the merger.

Treatment of Outstanding Stock Options (see page 43)

Prior to the completion of the merger we will initiate an issuer tender offer pursuant to which we will offer to purchase for cancellation each unexpired or unexercised option to purchase shares of common stock held under any benefit plan of Angelica for an amount equal to the product of (i) the total number of shares subject to such option and (ii) the excess of the merger consideration of $22.00 per share over the exercise price per share subject to such option. Certain of our outstanding options are exercisable at a price per share that is greater than $22.00. In connection with the issuer tender offer, we also expect to offer to purchase for cancellation these "out-of-the-money" options for an aggregate amount not to exceed $75,000. We currently expect to purchase each "out-of-the-money" option for $0.82, an amount determined under the Black-Scholes option pricing model after giving effect to a 35% discount for lack of liquidity and control.

The consummation of the issuer tender offer is conditioned upon and is expected to occur immediately prior to the completion of the merger. Parent and Merger Sub's obligation to consummate the merger is conditioned upon the holders of at least 90% of the outstanding options consenting to the cancellation of their options. The options held by Mr. O'Hara and Mr. Olbrych with an exercise price greater than $22.00 per share will not be tendered for in the issuer tender offer but will be cancelled as partial consideration for the opportunity to enter into new employment agreements with Merger Sub prior to the consummation of the merger.

Expected Time for Completing the Merger (see page 42)

We are working to complete the merger as soon as practicable, but we must first satisfy the conditions to the completion of the merger set forth in the Merger Agreement. We presently expect to complete the merger in the quarter of 2008. However, we cannot provide you absolute assurance of when or if the merger will occur.

Reasons for the Merger (see page 15)

Our board of directors considered a number of factors in reaching its determination to approve the Merger Agreement. See "THE MERGER Recommendation of Angelica's Board and Reasons for the Merger."

Opinion of Financial Advisor (see page 18)

In connection with the merger, our board of directors received an opinion, subsequently confirmed in writing, from Morgan Joseph & Co. Inc., its financial advisor (referred to hereinafter as Morgan Joseph), as to the fairness, from a financial point of view and as of the date of such opinion, to the holders of our common stock (other than Parent and Merger Sub), of the consideration to be received by those holders of our common stock. The full text of Morgan Joseph's written opinion, dated May 22, 2008, is attached to this proxy statement as Appendix B and incorporated in this document by reference. You are encouraged to read this opinion carefully in its entirety for a description of the assumptions made, procedures followed, matters considered and limitations on the scope of review undertaken.

Morgan Joseph's opinion addressed only the fairness of the merger consideration to the holders of our common stock (other than Parent and Merger Sub) from a financial point of view as of the date of the opinion and did not address any other aspect of the merger, including the merits of the underlying decision by Angelica to enter into the Merger Agreement. The opinion was addressed only to our board of directors and does not constitute a recommendation as to how any shareholder should vote or act on the merger or any other matter relating to the proposed merger. See "THE MERGER Opinion of Angelica's Financial Advisor."

The Board of Directors Recommends That You Vote "FOR" the Merger Agreement (see page 15)

After careful consideration, our board of directors has approved the Merger Agreement and has determined that the Merger Agreement and merger are in the best interests of us and our shareholders. Except with respect to Stephen M. O'Hara, our President and Chief Executive Officer, our board of directors consists solely of independent directors. Our independent directors unanimously approved the Merger Agreement and declared the Merger Agreement and the merger to be in the best interests of Angelica and its shareholders. Citing the potential appearance of a conflict of interest arising out of his continued employment with Angelica following the merger, Mr. O'Hara abstained from voting on the Merger Agreement and the merger. **Our directors recommend that you vote "FOR" the approval of the Merger Agreement and "FOR" the approval to adjourn the special meeting, if necessary or appropriate, to solicit additional proxies if there are not sufficient votes for approval of the Merger Agreement at the special meeting**.

Interests of Our Directors and Executive Officers in the Merger (see page 26)

When considering the recommendation by our board of directors in favor of the merger, you should be aware that our directors and executive officers have interests in the merger that are different from, or in addition to, your interests, including the following:

Prior to the completion of the merger, we will initiate an issuer tender offer pursuant to which we will offer to purchase for cancellation each unexpired and unexercised stock option held under any benefit plan of Angelica for an amount equal to the product of (i) the total number of shares subject to such option and (ii) the excess of the merger consideration of $22.00 per share over the exercise price per share subject to such option. Certain of our outstanding options are exercisable at a price per share that is greater than $22.00. In connection with the issuer tender offer, we also expect to offer to purchase for cancellation these "out-of-the-money" options for an aggregate amount not to exceed $75,000. We currently expect to purchase each "out-of-the-money" option for $0.82, an amount determined under the Black-Scholes option pricing model after giving effect to a 35% discount for lack of liquidity and control. Our directors and executive officers who hold options will be among the recipients of the issuer tender offer, although with respect to their "out-of-the-money" options, Mr. O'Hara and Mr. Olbrych will not participate in the tender offer (but these options will be cancelled as partial

consideration for the opportunity to enter into new employment agreements with Merger Sub prior to the consummation of the merger). In addition, Mr. Olbrych, will have the opportunity to tender unvested options exercisable into 37,500 shares of our common stock notwithstanding the unvested status of such options.

Certain of our directors and executive officers were granted restricted stock awards under our benefit plans that will automatically vest upon the effective time of the merger and convert into the right to receive the $22.00 per share merger consideration in accordance with the Merger Agreement. Under the new employment agreements Mr. O'Hara and Mr. Olbrych expect to enter into with Merger Sub prior to the effective time of the merger, they will agree to invest in common stock of the Parent a portion of the aggregate after-tax proceeds they receive as a result of the issuer tender offer for their stock options and their exchange of restricted stock received under Angelica's Long-Term Incentive Plan for merger consideration. With respect to their options exercisable at a price greater than $22.00, Messrs. O'Hara and Olbrych will not participate in the issuer tender offer (but these options will be cancelled as partial consideration for the opportunity to enter into new employment agreements with Merger Sub prior to the consummation of the merger).

Certain of our directors and executive officers were granted restricted cash awards under our benefit plans that will vest as a result of the merger under certain circumstances. Under the new employment agreements Messrs. O'Hara and Olbrych expect to enter into with Merger Sub prior to the effective time of the merger, they will agree to forgo any cash payments resulting from the merger that relate to their maximum cash incentive awards under Angelica's Long Term Incentive Plan in exchange for restricted stock units with respect to the common stock of the Parent of equivalent value.

Our executive officers, other than Mr. Olbrych, have existing employment agreements which provide for "change in control" payments to be made under certain circumstances as a result of the merger.

Prior to the effective time of the merger it is expected that Messrs. O'Hara and Olbrych will enter new employment agreements with the Merger Sub that will become effective upon the consummation of the merger and replace their current employment agreements.

Following the effective time of the merger, certain of our executive officers will receive grants of options to purchase common stock of Parent pursuant to the terms of a benefit plan established by Parent under which it is anticipated that Mr. O'Hara will receive options to purchase 3% of the fully diluted equity of Parent. Additional executive officers, including Mr. Olbrych, will receive options to purchase up to an aggregate total of between 5% and 6% of the fully diluted equity of Parent, and options to purchase between 1% and 2% of the fully diluted equity of Parent will be reserved for future grants.

Indemnification and liability insurance arrangements for our current and former officers and directors will be continued for six years following the effective time of the merger.

Our board of directors was aware of these interests and considered them, among other matters, in making its recommendation to our shareholders to approve the Merger Agreement.

Market Prices and Dividends (see page 56)

Our common stock trades on the New York Stock Exchange under the symbol "AGL."

The closing price of a share of our common stock on May 22, 2008, which was the trading day immediately preceding our announcement that we had entered into the Merger Agreement, was $16.45

per share. On , 2008, which was the last trading day before the date of this proxy statement, our common stock closed at $ per share.

We paid dividends on our common stock during 2008, 2007 and 2006.

Financing the Merger (page 38)

Parent estimates that the total amount of funds necessary to consummate the merger and the related transactions, including related fees and expenses, is approximately $310,000,000, consisting of:

- approximately $211,000,000 to pay Angelica's shareholders and option holders the amounts due to them under the Merger Agreement (assuming that no Angelica shareholder validly exercises its dissenters' rights);
- approximately $14,000,000 to pay related fees and expenses in connection with the merger; and
- approximately $85,000,000 to refinance certain existing indebtedness.

These payments are expected to be funded by a combination of equity and debt financing arranged by Parent and, to the extent available, cash of Angelica. Parent has obtained equity and debt financing commitments described in the section entitled "The Merger Financing the Merger" in connection with the transactions. The Merger Agreement permits changes to the contemplated debt financing under certain circumstances specified in the Merger Agreement. The total funded indebtedness of the Company and its subsidiaries following the transactions is expected to be approximately $175,000,000.

The consummation of the merger is subject to the satisfaction or waiver of the conditions set forth in the debt financing commitments letter the Parent received. See "The Merger Financing the Merger."

Conditions to the Completion of the Merger (see page 52)

Parent's, Merger Sub's and our respective obligations to consummate the merger are subject to the satisfaction of the following conditions:

- approval of the Merger Agreement by our shareholders in accordance with Missouri law and our Articles of Incorporation;
- the expiration or termination of the waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended ("HSR Act"); and
- the absence of any law, rule, injunction, judgment, decree or order prohibiting the merger.

In addition, we are not obligated to effect the merger unless the following conditions have been satisfied or waived in writing:

- accuracy of the representations and warranties of Parent and Merger Sub, subject to certain materiality exceptions which are not applicable to the financing commitment representation;
- performance of the covenants and obligations of Parent and Merger Sub, subject to certain materiality exceptions; and
- receipt of a certificate signed on behalf of Parent certifying as to the above two matters.

In addition, Parent and Merger Sub are not obligated to complete the merger unless a number conditions are satisfied or waived in writing, including the following:

the conditions in the debt financing commitments Parent has entered into to finance the merger have been satisfied or waived;

performance of our covenants, subject to certain materiality exceptions;

absence of a material adverse effect since the date of the Merger Agreement;

holders of not more than 10% of our common stock having given notice of their exercise of dissenters' rights under Missouri law; and

the holders of at least 90% of the unexpired and unexercised stock options held under any benefit plan of Angelica have consented to the cancellation of such options, by accepting the issuer tender offer or otherwise.

We, Parent or Merger Sub cannot rely on the failure of a closing condition as an excuse not to close, if the party seeking to rely on the failure did not perform any of its obligations under the Merger Agreement in good faith.

Termination of the Merger Agreement (see page 53)

The Merger Agreement may be terminated under certain circumstances including:

by mutual written consent of Parent and us;

by either Parent or us

if a court or governmental authority issues takes any action restraining, enjoining or otherwise prohibiting the merger;

if we fail to obtain shareholder approval;

if the merger has not been completed by November 22, 2008;

by us

if Parent or Merger Sub breaches any representation, warranty or covenant that results in the failure of the conditions to our obligation to complete the merger;

if we enter a definitive agreement relating to a superior proposal;

by Parent

if we breach any representation, warranty or covenant that would result in the failure of the conditions to Parent's obligation to complete the merger;

if our board of directors changes its recommendation to our shareholders;

if we enter into a merger agreement, letter of intent or similar agreement relating to an acquisition proposal;

we enter into an agreement requiring us to fail to consummate the transaction or breach our obligations under the Merger Agreement; or

we willfully and materially breach our obligations under the provision regarding solicitation and obtaining shareholder approval.

Termination Fees and Expenses (see page 53)

The Merger Agreement requires that we pay Parent a $9.0 million termination fee if:

(1) (a) the Merger Agreement is terminated and we enter into an acquisition proposal or consummate transactions contemplated by an acquisition proposal within 12 months of termination; and

(b) (i) the merger has not been completed by November 22, 2008; (ii) we failed to obtain shareholder approval when there was an acquisition proposal pending; or (iii) we willfully breached a representation warranty or covenant;

(2) the Parent terminates the Merger Agreement because:

(a) we enter into a merger agreement, letter of intent or similar agreement relating to an acquisition proposal;

(b) we enter into an agreement requiring us to fail to consummate the transaction or breach our obligations under the Merger Agreement; or

(c) we willfully and materially breach our obligations under the no-solicitation provision;

(3) we terminate the Merger Agreement to enter into a definitive agreement relating to a superior proposal; or

(4) the Parent terminates the Merger Agreement because our board of directors changed its recommendation to the shareholders.

In addition, the merger agreement requires us to pay to Parent a $3.5 million termination fee plus reasonable expenses not to exceed $1 million, if there is no acquisition proposal pending or disclosed to our board of directors and the shareholders fail to approve the merger

The Merger Agreement further requires that Parent pay us:

(1) a $3.5 million reverse termination fee plus reasonable expenses up to $500,000 if the merger has not been consummated by November 22, 2008 solely as a result of Parent not receiving the necessary debt financing;

(2) a $9 million reverse termination fee if all the closing conditions are met and the Parent or Merger Sub willfully breaches a representation, warranty or covenant.

Regulatory Approvals (see page 33)

Completion of the merger is subject to expiration or termination of the waiting period under the HSR Act. The merger cannot proceed in the absence of expiration or early termination of the waiting period. Angelica and Parent filed notification and report forms under the HSR Act with the Federal Trade Commission, which we refer to as the FTC, and the Antitrust Division of the Department of Justice on , 2008. At any time before or after completion of the merger, notwithstanding the expiration or early termination of the waiting period under the HSR Act, the Antitrust Division or the FTC could take such action under the antitrust laws as it deems necessary or desirable in the public interest, including seeking to enjoin the completion of the merger or seeking divestiture of substantial assets of Angelica or Parent. The consummation of the merger is subject to the condition that there be no law, rule, injunction, judgment, decree or order prohibiting the merger.

Except as noted above with respect to the required filings under the HSR Act and the filing of articles of merger in Missouri at or before the effective date of the merger, we are unaware of any material, federal, state or foreign regulatory requirements or approvals required for the execution of the Merger Agreement or completion of the merger.

Material U.S. Federal Income Tax Consequences (see page 34)

The receipt of cash by U.S. holders in exchange for shares of our common stock in the merger will generally be a taxable transaction for U.S. federal income tax purposes and may also be a taxable transaction under applicable state, local, foreign or other tax laws. Generally, this means you will recognize taxable gain or loss equal to the difference, if any, between (1) the cash you receive in the merger and (2) your adjusted tax basis in your shares. See "THE MERGER Material U.S. Federal Income Tax Consequences" for a more detailed discussion of certain material U.S. federal income tax consequences of the merger. **Tax matters are very complicated and the tax consequences of the merger**

to you depend on the facts of your own situation. You should consult your own tax advisor for a full understanding of the tax consequences of the transaction to you.

Dissenters' Rights (see page 36)

If the merger is consummated, holders of Angelica's common stock entitled to vote on the proposal to approve the Merger Agreement who do not vote in favor thereof and who properly elected to dissent pursuant to Seciton 351.455 of the MGBCL will have the right to receive "fair value" of their shares pursuant to Section 351.455 of the MGBCL. The full text of Section 351.455 of the MGBCL is included as Appendix C to this proxy statement. Failure to comply strictly with the procedures set forth in Section 351.455 of the MGBCL will cause a shareholder to lose dissenters' rights.

Where to Find More Information (see page 59)

If you have more questions about the merger or would like additional copies of this proxy statement, you should contact:

D.F. King & Co., Inc.
48 Wall Street
New York, New York 10005
Banks and brokers call collect: (212) 269-5550
All others call toll free: (800) 431-9643

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

The Securities and Exchange Commission (the "SEC") encourages companies to disclose forward-looking information so that investors can better understand a company's future prospects and make informed investment decisions.

This proxy statement, and the documents to which we refer you in this proxy statement, may include forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended. All statements other than statements of historical fact may be deemed to be forward-looking statements. Examples of forward-looking statements include, but are not limited to: (i) projections of revenues, income or loss, earnings or loss per share, capital expenditures, the payment or non-payment of dividends, capital structure and other financial items, (ii) statements of plans and objectives of our management or board of directors, including plans or objectives relating to our products or services, (iii) statements of future economic performance, and (iv) statements of assumptions underlying the statements described in (i), (ii) and (iii). Forward-looking statements can often be identified by the use of forward-looking terminology, such as "anticipate," "estimate," "expect," "project," "intend," "plan," "believe," "target," "objective," "strategy," "goal" and words and terms of similar substance. Our forward-looking s