

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d) of the Securities Exchange Act**

Date of Report (Date of Earliest Event Reported): April 1, 2024

**Cal-Maine Foods, Inc.**  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation)

001-38695  
(Commission File Number)

64-0500378  
(IRS Employer Identification No.)

1052 Highland Colony Pkwy, Suite 200, Ridgeland, MS 39157  
(Address of principal executive offices (zip code))

601-948-6813  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)  
☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)  
☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))  
☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, \$0.01 par value per share	CALM	The NASDAQ Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On April 1, 2024, Charles J. Hardin, Senior Vice President – Sales of Cal-Maine Foods, Inc. (the “Company”) informed the Board of his retirement effective July 23, 2024.

**Item 8.01 Other Events**

Scott Hull, Vice President of Sales, will assume the executive officer role previously held by Hardin, effectively immediately. Hardin will continue to work with Hull through the transition period until his official retirement date. Hull joined the Company in 2009. He has worked closely with Hardin in his most recent position, as well as in his prior role as National Sales Manager. He previously served as a general manager at the Company’s Louisburg, North Carolina, location before joining the sales team in 2014.

A copy of the Company’s press release is attached hereto as Exhibit 99.1 to this Current Report.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

Exhibit Number	Description
99.1	<a href="#">Press Release issued by the Company on April 4, 2024</a>
104	Cover Page Interactive Data File, (embedded within the Inline XBRL document)

**SIGNATURES**

Pursuant to the requirements for the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CAL-MAINE FOODS, INC.**

Date: April 4, 2024

By: /s/ Max P. Bowman  
Max P. Bowman  
Director, Vice President, and Chief Financial Officer



Contacts: Sherman Miller, President and CEO  
Max P. Bowman, Vice President and CFO  
(601) 948-6813

**CAL-MAINE FOODS, INC. ANNOUNCES RETIREMENT OF JEFF HARDIN  
SCOTT HULL TO ASSUME EXECUTIVE OFFICER ROLE FOR SALES**

RIDGELAND, Miss. (April 4, 2024) — Cal-Maine Foods, Inc. (NASDAQ: CALM) today announced that Jeff Hardin, Senior Vice President of Sales, is retiring from his position with the Company, effective July 23, 2024. Scott Hull, Vice President of Sales, will assume the executive officer role previously held by Hardin, effectively immediately. Hardin will continue to work with Hull through the transition period until his official retirement date.

Hardin joined Cal-Maine Foods in 1988 and was named Vice President of Sales in 2002. He has played a pivotal role in driving the Company's consistent record of sales growth and establishing valuable long-term working relationships with Cal-Maine Foods' leading customers.

Hull has been with the Company since 2009. He has worked closely with Hardin in his most recent position, as well as in his prior role as National Sales Manager. He previously served as a general manager at the Company's Louisburg, North Carolina, location before joining the sales team in 2014.

Commenting on the announcement, Sherman Miller, president and chief executive officer of Cal-Maine Foods, stated, "Jeff Hardin has been an outstanding sales leader for Cal-Maine Foods, and we are extremely grateful for his 36 years of dedicated service. Throughout his tenure, he has developed strong working relationships with our valued customers and provided exceptional service and support that are hallmarks of Cal-Maine Foods. We are thrilled to have Scott Hull take on additional sales leadership responsibilities and assume the executive officer role. He has already demonstrated his proven ability to lead our sales efforts, and we are confident we will continue to have market success under his leadership. We look forward to working together as we continue to execute our growth strategy and extend our market reach."

**About Cal-Maine Foods**

Cal-Maine Foods, Inc. is primarily engaged in the production, grading, packaging, marketing and distribution of fresh shell eggs, including conventional, cage-free, organic, brown, free-range, pasture-raised and nutritionally enhanced eggs. The Company, which is headquartered in Ridgeland, Mississippi, is the largest producer and distributor of fresh shell eggs in the United States and sells the majority of its shell eggs in states across the southwestern, southeastern, mid-western and mid-Atlantic regions of the United States.

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