

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): August 11, 2025

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 August 11, 2025, the board of directors (the “Board”) of Cal-Maine Foods, Inc. (the “Company”) increased the size of the Board from seven to eight directors, designated the newly created directorship as a Class I directorship, and appointed Melanie Boulden as an independent Class I director, to serve until the Company’s 2025 annual meeting of stockholders and until her successor is duly elected and qualified. Effective September 1, 2025, Ms. Boulden will join the Compensation, Audit, and Nominating and Corporate Governance Committees. The Board affirmatively determined that Ms. Boulden is independent within the meaning of Nasdaq’s Listing Standards and meets all applicable requirements to serve on each such committee, including the requirements of Nasdaq and the Securities Exchange Act of 1934, as amended (the “Exchange Act”) and the regulations pursuant thereto.

Ms. Boulden will be compensated for her services in accordance with the Company’s non-employee director compensation program which provides for an annual fee of \$45,000. The fee is paid in quarterly installments, in advance. On August 11, 2025, Ms. Boulden received a grant of 938 restricted stock awards (“RSAs”) under the Company’s Amended and Restated Cal-Maine Foods, Inc. 2012 Omnibus Long-Term Incentive Plan, as amended. Such RSAs vest 100% on January 14, 2028.

Item 7.01 Regulation FD Disclosure

On August 11, 2025 the Company issued a press release announcing the appointment of Ms. Boulden as a Class I director. A copy of the Company’s press release is attached hereto as Exhibit 99.1 to this Current Report.

On August 11, 2025, the Company issued a press release announcing the appointment of Keira Lombardo as the Company’s first Chief Strategy Officer. A copy of the Company’s press release is attached hereto as Exhibit 99.2 to this Current Report.

In accordance with General Instruction B.2 of Form 8-K, the information in this Item 7.01 of this Current Report on Form 8-K, including Exhibits 99.1 and 99.2 hereto, which are furnished herewith pursuant to and relate to this Item 7.01, shall not be deemed "filed" for purposes of Section 18 of the Exchange Act, or otherwise be subject to the liabilities of Section 18 of the Exchange Act. The information in this Item 7.01 of this Current Report on Form 8-K and Exhibits 99.1 and 99.2 hereto shall not be incorporated by reference into any filing or other document filed by the Company with the SEC pursuant to the Securities Act of 1933, as amended, the rules and regulations of the SEC thereunder, the Exchange Act, or the rules and regulations of the SEC thereunder except as shall be expressly set forth by specific reference to this Form 8-K in such filing or document.

Item 8.01 Other Events

On August 11, 2025, the Company appointed Keira Lombardo as the Company’s first Chief Strategy Officer, an executive officer of the Company, effective immediately. Ms. Lombardo is a seasoned food and agriculture executive with over two decades of experience leading transformation and growth across complex, multi-stakeholder food systems.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release issued by the Company on August 11, 2025 announcing the appointment of Melanie Boulden as a Class I director
99.2	Press Release issued by the Company on August 11, 2025 announcing the appointment of Keira Lombardo as the Company's Chief Strategy Officer
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: August 11, 2025

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. NAMES
MELANIE BOULDEN TO COMPANY'S BOARD OF DIRECTORS**

RIDGELAND, Miss. (August 11, 2025) - Cal-Maine Foods, Inc. (NASDAQ: CALM) ("Cal-Maine Foods" or the "Company") today announced that Melanie Boulden was appointed to the Company's Board of Directors as an independent director, effective August 11, 2025. She will serve until the 2025 Annual Meeting of Shareholders, after which she will stand for reelection as a Class I Director to serve for a three-year term. Boulden will join the Compensation, Audit, and Nominating and Corporate Governance Committees, effective September 1, 2025.

Boulden brings over 25 years of experience in corporate marketing for leading global food and consumer brands to Cal-Maine Foods. She served as Executive Vice President and Chief Growth Officer for Tyson Foods, Inc. a multinational protein-focused food company, from February 2023 to May 2025. In this role, she led innovation, research and development, consumer insights and analytics, category management, demand planning, marketing communications, corporate branding and corporate communications across the business. Boulden previously held roles as Group President, Prepared Foods of Tyson Foods; Chief Marketing Officer of the North America operating unit of The Coca-Cola Company, leading a multibillion-dollar brand portfolio consisting of more than 20 brands; President of the Still Beverages business unit at Coca-Cola North America, leading the water, sports drinks, tea and coffee businesses; and President and General Manager of Venturing and Emerging Brands. Boulden's earlier corporate experience includes senior global marketing roles at Reebok International, Ltd., Crayola LLC, Kraft Foods Group Inc., and Henkel Consumer Goods, USA.

Boulden currently serves as a member of the board of directors of Adobe Inc. She holds a Bachelor of Science degree from Iowa State University and a Master of Business Administration degree from the University of Iowa with concentrations in finance and marketing.

Dolph Baker, chairman of the Board of Directors of Cal-Maine Foods, stated "We are delighted to welcome Melanie Boulden to our Board of Directors as an independent director. As a seasoned Fortune 500 senior executive working with leading global food brands and consumer goods, she is an ideal fit for Cal-Maine Foods and our strategic vision. As we continue to expand our market reach and diversify our product portfolio, we will benefit from her extensive marketing experience, brand development and consumer insight."

Sherman Miller, president and chief executive officer of Cal-Maine Foods, added "We believe Melanie's background in prepared foods will be especially invaluable and will support the ongoing growth and development of our Meadowcreek Foods, Crepini Foods and Echo Lake Foods operations. Her impressive history as an innovative leader focused on operational excellence aligns well with our corporate culture and will complement the work and experience of our other board members. We are confident she will make an immediate contribution to our Board of Directors, and we look forward to working together as we continue to execute our growth strategy."

About Cal-Maine Foods

Cal-Maine Foods, Inc. is primarily engaged in the production, packaging, marketing and distribution of fresh shell eggs, including conventional, cage-free, organic, brown, free-range, pasture-raised and nutritionally enhanced eggs, as well as a variety of egg products and prepared foods. The Company, which is headquartered in Ridgeland, Mississippi, is the largest producer and distributor of fresh shell eggs in the nation and sells most of its shell eggs throughout the majority of the United States.

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

CAL-MAINE FOODS, INC. APPOINTS KEIRA LOMBARDO AS COMPANY'S FIRST CHIEF STRATEGY OFFICER

RIDGELAND, Miss.(August 11, 2025) — Cal-Maine Foods, Inc. (NASDAQ: CALM (“Cal-Maine Foods” or the “Company”), today announced the appointment of Keira Lombardo as the Company’s first-ever Chief Strategy Officer (CSO), effective today.

The creation of this role underscores Cal-Maine Food’s commitment to delivering long-term value through operational excellence, innovation, and deeper stakeholder engagement. As CSO, Lombardo will work with the senior leadership team to further accelerate and shape enterprise priorities—building on Cal-Maine Food’s leadership role in a rapidly changing marketplace.

Lombardo is a seasoned food and agriculture executive with over two decades of experience leading transformation and growth across complex, multi-stakeholder food systems. She brings a performance-driven mindset grounded in purpose and a deep commitment to the people and principles that power a resilient, sustainable food supply—today and for the future. Lombardo most recently served as Chief Executive Officer of Dairy MAX, a leading dairy organization representing 700 dairy farmers and 15% of the U.S. milk supply. Under her leadership, Dairy MAX implemented an ROI-focused operating model, aligned its structure, talent, and strategic focus, and elevated dairy as a smart, affordable choice rooted in wellness, trust, and sustainability. Before joining Dairy MAX, she was a senior executive at Smithfield Foods, where she played a key role in repositioning the company from a commodity protein producer to a branded, purpose-driven CPG business—leading functions across corporate affairs, people and culture, and stakeholder strategy.

Lombardo’s responsibilities at Cal-Maine Foods will include partnering on enterprise strategy, stakeholder engagement, corporate affairs, public relations, and digital integration. She will work to align the Company’s internal vision with external priorities, ensuring that purpose, performance, and culture reinforce one another.

“Keira brings a rare combination of strategic discipline, stakeholder fluency, and food system insight to Cal-Maine Foods,” said Sherman Miller, president and chief executive officer of Cal-Maine Foods. “Her leadership will support our ability to continue to execute our long-term strategy and leverage our disciplined capital allocation into meaningful stakeholder returns—partnering with the team to unlock new growth opportunities, navigate complexity, and strengthen our performance in a dynamic environment.”

Lombardo stated, “Cal-Maine Foods leads with scale and operational strength—and continues to evolve through innovation, discipline, and strategic focus. I look forward to collaborating with the leadership team to build on that momentum and help drive long-term value across the business.”

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