

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): December 1, 2021

CSW INDUSTRIALS, INC.

(Exact name of registrant as specified in charter)

Delaware
(State or other jurisdiction
of incorporation)

001-37454
(Commission
File Number)

47-2266942
(IRS Employer
Identification No.)

**5420 Lyndon B. Johnson Freeway, Suite 500
Dallas, Texas 75240**
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (214) 884-3777

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:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|--|-------------------|---|
| Common Stock, par value \$0.01 per share | CSWI | Nasdaq Stock Market LLC |

Indicate by check mark whether the registrant is an emerging growth company as defined by 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 December 1, 2021, CSW Industrials, Inc. (the “Company”) announced that Bobby Griffin has been elected by the Company’s Board of Directors (the “Board”) as a new member of the Board. Mr. Griffin brings to the Company’s Board over 26 years of domestic and international Fortune 500 experience as an influential and transformational human resources and diversity and inclusion leader. Mr. Griffin currently serves as Chief Diversity, Equity and Inclusion Officer at Rockwell Automation, Inc., a provider of industrial automation and information technology, a role he has held since February 2021. Prior to his current role and beginning in 2017, Mr. Griffin served as Vice President of Diversity and Inclusion at CBRE Group, Inc., a commercial real estate services and investment firm, and prior to that served as Global Director of Diversity and Inclusion at Flowserve Corporation, a fluid motion control equipment and services provider.

In connection with his election to the Board, Mr. Griffin has also been appointed as a member of the Compensation & Talent Development and Nominating & Corporate Governance Committees of the Board. The Board has made an affirmative determination that Mr. Griffin qualifies as an independent director under Nasdaq rules and the Company’s standards for director independence. There is no arrangement or understanding between Mr. Griffin and any other person pursuant to which he was to be selected as a director. There have been no transactions directly or indirectly involving Mr. Griffin that would be required to be disclosed pursuant to Item 404(a) of Regulation S-K under the Securities Exchange Act of 1934.

Mr. Griffin will be compensated for his service on the Board in accordance with the Company’s compensatory and other arrangements for non-employee directors, which are described in detail in the Company’s definitive proxy statement dated July 8, 2021, under the heading “Board of Directors Compensation.”

A copy of the press release issued by the Company announcing the election of Mr. Griffin is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated into this report by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| <u>Exhibit Number</u> | <u>Exhibit Description</u> |
|-----------------------|---|
| 99.1 | Press release dated December 1, 2021 |
| 104 | Cover Page Interactive Data File (embedded within the Inline XBRL document) |

SIGNATURES

Pursuant to the requirements of 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.

Dated: December 1, 2021

By: /s/ Luke E. Alverson
Name: Luke E. Alverson
Title: Senior Vice President, General Counsel & Secretary



CSW Industrials Names Bobby Griffin to Board of Directors, Enhancing Diversity, Independence, and Experience

Dallas, Texas – December 1, 2021 – CSW Industrials, Inc. (the “Company”) (Nasdaq: CSWI) today announced that its Board of Directors has elected Bobby Griffin as an independent director. This appointment expands CSWI’s Board to eight members, seven of whom are independent and three, or 37.5%, of whom are diverse in gender or ethnicity. Mr. Griffin serves on two CSWI Board Committees: Nominating and Corporate Governance, which includes CSWI’s Environmental, Social, and Governance (ESG) efforts in its oversight responsibilities, and Compensation and Talent Development, which includes CSWI’s Diversity and Inclusion efforts in its oversight.

Mr. Griffin has served as Chief Diversity, Equity & Inclusion Officer of Rockwell Automation, Inc. (NYSE: ROK) since February 2021. Prior to that role and beginning in 2017, Mr. Griffin served as Vice President of Diversity and Inclusion at CBRE Group, Inc. (NYSE: CBRE), and prior to that served as Global Director of Diversity and Inclusion at Flowserve Corporation (NYSE: FLS). Additionally, Mr. Griffin held various human resources and business partner leadership positions in Fortune 100 companies, including Coca-Cola Enterprises and Merck & Co. Mr. Griffin holds a BBA in business management from Abilene Christian University and an MBA from the University of North Texas.

“We are pleased to welcome Bobby to the Board,” said Joseph B. Armes, CSWI’s Chairman, Chief Executive Officer, and President. “With over 26 years of domestic and international experience as an influential and transformational human resources and diversity and inclusion leader at Fortune 500 companies, Bobby’s perspective expands our Board’s diversity of viewpoints and experience, and further demonstrates our commitment to the highest standards of corporate governance.”

Robert M. Swartz, lead independent director of the Company’s Board of Directors, added, “Bobby’s notable expertise in corporate culture, organizational health, talent management, and leadership development will enhance CSWI’s strong focus on its core values and people-first culture.”

For additional information regarding CSWI’s corporate governance, please visit <https://cswindustrials.gcs-web.com/corporate-governance/overview>.

About CSW Industrials

CSW Industrials is a growth-oriented, diversified industrial company with industry-leading operations in three segments: Contractor Solutions, Engineered Building Solutions, and Specialized Reliability Solutions. CSWI provides niche, value-added products with two essential commonalities: performance and reliability. The primary end markets we serve with our well-known brands include: HVAC/R, plumbing, electrical, general industrial, architecturally-specified building products, energy, mining, and rail. For more information, please visit <https://cswindustrials.com/>.

Investor Relations

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