

**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): June 1, 2024**

**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.**

Effective June 1, 2024, the Board of Directors (the “Board”) of CSW Industrials, Inc. (the “Company”) elected Mr. Darron Ash as a new member of the Board. Mr. Ash brings extensive executive and board leadership experience and deep financial and operational expertise to the Company’s Board. Mr. Ash currently serves as Chief Executive Officer of Sammons Enterprises, Inc. (“Sammons”), a diverse global holding company, a position he has held since January 2023. Mr. Ash joined Sammons Enterprises in 2006 as its Chief Financial Officer, and in June 2015 he was appointed to the Executive Committee of Sammons’ Board of Directors, on which he continues to serve. Mr. Ash began his career in public accounting, and prior to joining Sammons, he served in financial leadership roles in the private equity, consumer products manufacturing, professional services, and real estate sectors.

In connection with his election to the Board, Mr. Ash has also been appointed as a member of the Board’s Compensation & Talent Development Committee. The Board has made an affirmative determination that Mr. Ash qualifies as an independent director under Nasdaq rules and the Company’s standards for director independence. Additionally, Mr. Ash is “financially sophisticated” as defined under Nasdaq rules. There is no arrangement or understanding between Mr. Ash 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. Ash that would be required to be disclosed pursuant to Item 404(a) of Regulation S-K under the Securities Exchange Act of 1934.

Mr. Ash 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 14, 2023, under the heading “Board of Directors Compensation.”

A copy of the press release issued by the Company announcing the election of Mr. Ash 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	<a href="#">Press release dated June 3, 2024</a>
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: June 3, 2024

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



## **CSW Industrials Names Darron Ash to Board of Directors, Supporting Commitment to Disciplined Capital Allocation, Corporate Responsibility and Board Succession Planning**

Dallas, Texas – June 3, 2024 – CSW Industrials, Inc. (the “Company”) (NASDAQ: CSWI) today announced that its Board of Directors has elected Darron Ash as an independent director. Mr. Ash’s addition as a director is part of the Board’s succession planning process and comes in anticipation of upcoming age-based director retirements pursuant to the Company’s Corporate Governance Guidelines.

Mr. Ash brings deep executive expertise in financial and operational leadership to the Company’s Board. Currently, Ash serves as the Chief Executive Officer and Executive Board Member for one of the largest privately held companies in the United States, Sammons Enterprises, Inc., a Dallas-based, employee-owned diverse global holding company with over \$120 billion in assets. Mr. Ash joined Sammons in 2006 as the Chief Financial Officer and was appointed an Executive Board Member in 2015. Prior to Sammons, Mr. Ash spent time in private equity at HM Capital Partners, LLC serving as the Chief Financial Officer after prior experience in public accounting, consumer products manufacturing, professional services, and real estate.

“We are pleased to welcome Darron to our Board. His breadth of executive experience as the CEO and Board Member of a large, complex organization will bring an invaluable perspective to our Board,” said Joseph B. Armes, CSW Industrial’s Chairman, Chief Executive Officer, and President. “Darron is a strong and effective leader of Sammons’ unique ownership culture that parallels our employee-centric culture at CSWI. I am confident that he will help us drive the Company’s future growth while enhancing long-term shareholder value.”

Mr. Ash received his Bachelor of Science, BS, from Texas A&M University and went on to earn a Master of Business Administration from the University of Texas at Austin.

### **About CSW Industrials**

CSW Industrials is a diversified industrial growth company with industry-leading operations in three segments: Contractor Solutions, Specialized Reliability Solutions, and Engineered Building 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, general industrial, architecturally-specified building products, energy, mining, and rail transportation. For more information, please visit [www.cswindustrials.com](http://www.cswindustrials.com).

### **Investor Relations**

Alexa Huerta

Vice President, Investor Relations and Treasurer

214-489-7113

[alexa.huerta@cswindustrials.com](mailto:alexa.huerta@cswindustrials.com)