# 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 of 1934

Date of Report (Date of earliest event reported) November 13, 2024

## <u>PVH CORP. /DE/</u> (Exact name of registrant as specified in its charter)

001-07572 13-1166910 Delaware (State or other jurisdiction of (Commission File Number) (I.R.S. Employer Identification No.) incorporation) 285 Madison Avenue, New York, New York 10017 (Address of principal executive offices) (Zip Code) Registrant's telephone number, including area code (212)-381-3500 Not Applicable (Former name or former address, if changed since last report) 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: ☐ 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 Name of each exchange on which registered Common Stock, \$1 par value **PVH** New York Stock Exchange 4.125% Senior Notes due 2029 PVH29 New York Stock Exchange 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.  $\Box$ 

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

On November 13, 2024, the Board of Directors (the "Board") of PVH Corp. (the "Company") appointed Jesper Andersen, 54, to the Board, effective immediately. Mr. Andersen has served as Executive Vice President and Chief Financial Officer of the LEGO Group since October 2020. Prior to joining the LEGO Group, he served as Chief Financial Officer at Upfield beginning in 2018, served as Chief Financial Officer at Beiersdorf for three years, and spent two decades in finance leadership roles at Colgate-Palmolive in Europe, Asia and North America.

The Board determined that Mr. Andersen qualifies as independent under the New York Stock Exchange listing standards and the applicable requirements of the Securities and Exchange Commission and has appointed him to the Board's Audit & Risk Management Committee.

The appointment of Mr. Andersen is in connection with the Board's on-going refreshment process, as supported by the Nominating, Governance & Management Development Committee.

There is no arrangement or understanding between Mr. Andersen and any other person pursuant to which he was selected as a director, nor are there any transactions between the Company and Mr. Andersen or any of his immediate family members that require disclosure pursuant to Item 404(a) of Regulation S-K.

The Company issued a press release on November 13, 2024 announcing Mr. Andersen's Board appointment. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

#### Item 9.01. Financial Statements And Exhibits.

(d) Exhibits.

#### **Exhibit No.** Description of Exhibit

99.1 Press Release dated November 13, 2024.

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.

PVH CORP.

By: /s/ Mark D. Fischer

Mark D. Fischer Executive Vice President, General Counsel and Secretary

Date: November 13, 2024

#### **PVH Corp. Appoints Jesper Andersen to Its Board of Directors**

NEW YORK--(BUSINESS WIRE)--November 13, 2024-- PVH Corp. [NYSE: PVH] today announced the appointment of Jesper Andersen, Executive Vice President and Chief Financial Officer of the LEGO Group, to its Board of Directors, effective immediately. He has also been appointed to the Board's Audit and Risk Management Committee.

Stefan Larsson, PVH Chief Executive Officer, said, "Jesper is a seasoned global leader with deep experience driving sustainable, brand-accretive growth at one of the most iconic, high-performing consumer brands in the world. Jesper's very strong financial acumen, omnichannel experience and data-driven approach make him an excellent addition to our Board of Directors as we pursue our vision to build *Calvin Klein* and *Tommy Hilfiger* into two of the most desirable lifestyle brands in the world."

Andersen was named Chief Financial Officer of the LEGO Group in October 2020. He has played a critical role in the LEGO Group's growth over the last four years, including identifying new opportunities to expand the relevance and reach of the portfolio. Andersen brings more than 25 years of global leadership experience at other major consumer brands, having served as Chief Financial Officer at Upfield and Beiersdorf, as well as two decades in finance leadership roles at Colgate-Palmolive in Europe, Asia and North America.

"Jesper's strong performance track record driving strategic growth for global consumer brands will play an important role as we navigate PVH's next growth chapter," said Michael Calbert, PVH Board Chair. "We are thrilled to welcome Jesper to the Board of Directors as we build brand desirability around the world and create long-term value for our stakeholders."

"It is an honor to join PVH's Board of Directors at such an exciting time for the company," said Andersen. "I have long admired its two iconic brands and look forward to working closely with the Board, Stefan and the entire management team to drive the next level of PVH+ Plan execution."

For more information about PVH Corp.'s Board of Directors and corporate governance practices, visit <a href="https://www.pvh.com/investor-relations/governance">https://www.pvh.com/investor-relations/governance</a>.

#### **About PVH Corp.**

PVH is one of the world's largest fashion companies, connecting with consumers in over 40 countries. Our global iconic brands include *Calvin Klein* and *TOMMY HILFIGER*. Our 140-plus-year history is built on the strength of our brands, our team and our commitment to drive fashion forward for good. That's the Power of Us. That's the Power of PVH.

Follow us on Instagram and LinkedIn.

Investor Contact: Sheryl Freeman InvestorRelations@pvh.com

Media Contact: Alison Rappaport Communications@pvh.com

Source: PVH Corp.