

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): **January 17, 2025**

LEVI STRAUSS & CO.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction of
Incorporation)

001-06631
(Commission
File Number)

94-0905160
(I.R.S. Employer
Identification No.)

1155 Battery Street
San Francisco, California 94111
(Address of principal executive offices) (Zip Code)

(415) 501-6000
(Registrant's telephone number, including area code)

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 (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
Class A Common Stock, \$0.001 par value per share	LEVI	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.



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

On January 17, 2025, upon the recommendation of its Nominating, Governance and Corporate Citizenship Committee, the Board of Directors (the “Board”) of Levi Strauss & Co. (the “Company”) approved an increase to the size of the Board to 13 directors and elected Artemis Patrick to serve as a Class I member of the Board, both effective February 1, 2025. The Board also appointed Ms. Patrick to serve as a member of the Board’s Audit and Nominating, Governance and Corporate Citizenship Committees, effective March 1, 2025. As a Class I director, Ms. Patrick will serve as a member of the Board until the Company’s 2026 annual meeting of shareholders and until her successor is elected and qualified, or until her earlier death, resignation, retirement or removal. The Board determined that Ms. Patrick is an “independent” director under the New York Stock Exchange rules and meets all applicable requirements to serve on the Audit Committee.

In connection with Ms. Patrick’s election as a director, the Board granted her restricted stock unit awards (“RSUs”) representing the right to receive shares of Class A common stock under the Company’s 2019 Equity Incentive Plan with a grant date fair value of \$38,836, which is the prorated amount of the annual equity award value granted to each non-employee director in accordance with the Company’s current non-employee director compensation policy. The RSUs vest in full on the earlier of (i) the day before the next annual meeting or (ii) the one-year anniversary of the date of grant. In addition, the RSU grant includes a deferral delivery feature, under which Ms. Patrick will not receive the vested awards until six months following the cessation of service on the Board. Ms. Patrick will also be entitled to receive \$91,389, which is the prorated amount of the annual cash retainer fee granted to the Company’s non-employee directors for the current calendar year.

Ms. Patrick is not a party to any arrangement or understanding with any person pursuant to which he was elected as a director, nor is she a party to any transaction requiring disclosure pursuant to Item 404(a) of Regulation S-K.

Ms. Patrick, 53, joined Sephora, Inc. in 2006 and currently serves as the President and CEO of Sephora North America where she is responsible for the strategy, vision and financial performance of Sephora’s United States and Canadian businesses. Ms. Patrick has held ecommerce, retail and merchandising roles of increasing responsibility within Sephora over her nineteen-year tenure. Ms. Patrick has a bachelor’s degree in economics from the University of California – Santa Cruz and an MBA from San Francisco State University.

Item 7.01 Regulation FD Disclosure.

The Company issued the press release attached hereto as Exhibit 99.1 with respect to the matters set forth in Item 5.02 above. The information in Item 7.01 of this Current Report on Form 8-K is being furnished and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, and shall not be deemed incorporated by reference into any filing made under the Securities Act of 1933, as amended, or the Exchange Act, except as otherwise expressly stated in such filing.

Item 9.01 Financial Statement and Exhibits.

(d) Exhibits

99.1 [Press Release dated January 22, 2025](#)

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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.

LEVI STRAUSS & CO.

DATE: January 22, 2025

By: /s/ David Jedrzejek

Name: David Jedrzejek

Title: Senior Vice President and General Counsel

LEVI STRAUSS & CO.

FOR IMMEDIATE RELEASE

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Levi Strauss & Co. Appoints Artemis Patrick to Board of Directors

San Francisco (January 22, 2025) – Levi Strauss & Co. (LS&Co.) (NYSE: LEVI) announced today that its board of directors has elected Artemis Patrick to serve as a member of the board, effective February 1, 2025. The board also appointed Patrick to serve as a member of the board’s Audit and Nominating, Governance and Corporate Citizenship Committees, effective March 1, 2025. Patrick currently serves as president and CEO of Sephora North America, where she is responsible for the strategy, vision and financial performance of Sephora’s United States and Canadian businesses.

“It’s an honor to welcome Artemis Patrick to our board,” said Bob Eckert, chairman of LS&Co. Board of Directors. “Artemis has a proven track record as a multifaceted leader, with roots in merchandising, brand building, partnerships and e-commerce. Her deep industry and leadership expertise will be a valuable addition to our board as we continue to strengthen LS&Co.’s position in the retail and apparel industries while also furthering the company’s pivot to becoming a best-in-class omnichannel retailer.”

As CEO of Sephora North America, Patrick is responsible for shaping the retailer’s strategic multiyear growth for the U.S. and Canada. She also is a member of Sephora’s Global Leadership Team (SLT) and leads Sephora North America’s Operating Committee. During her 19 years at Sephora, Patrick has been a consistent leader across several business functions, most recently serving as global merchandising officer for Sephora and chief merchandising officer for Sephora Americas prior to being appointed CEO. She also plays an active role on Cosmetic Executive Women’s board, supporting and promoting the many talented women in the beauty industry.

“Growing up in San Francisco – home of Levi Strauss & Co. – I have been a fan of Levi’s® since I was a teenager. Levi’s® is the undisputed leader in denim – a global icon – that is evolving into a true lifestyle apparel brand,” said Patrick. “It’s a privilege to join the board at Levi Strauss & Co., and I look forward to working alongside this amazing team as it becomes a world-class retailer known for both its fashion and consumer experience while driving sustainable, profitable growth for the long term.”

Patrick has a Bachelor of Arts in economics from University of California, Santa Cruz, as well as Master of Business Administration from San Francisco State University.

About Levi Strauss & Co.

Levi Strauss & Co. is one of the world's largest brand-name apparel companies and a global leader in denim. The company designs and markets jeans, casual wear and related accessories for men, women and children under the Levi's®, Dockers®, Levi Strauss Signature™ and Beyond Yoga® brands. Its products are sold in more than 110 countries worldwide through a combination of chain retailers, department stores, online sites and a global footprint of approximately 3,200 brand-dedicated stores and shop-in-shops. Levi Strauss & Co.'s reported 2023 net revenues were \$6.2 billion. For more information, go to <http://levistrauss.com>, and for company news and announcements go to <http://investors.levistrauss.com/>
