SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person [•] Spencer Claire K. | | | 2. Date of Event Requiring Statement (Month/Day/Year) 06/30/2025 | 3. Issuer Name and Ticker or Trading Symbol <u>CROWN CRAFTS INC</u> [CRWS] | | | | | |
|---|------------------|------------|--|--|---|---------------------------------------|--|--|--|
| (Last) | (First) (Middle) | | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | 5. If Amendment, Date of Original Filed (Month/Day/Year) | | |
| PO BOX 1028 | | | | x | Director Officer (give title below) | 10% Owner Other (specify below) | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person | | |
| (Street) GONZALES | LA | 70707-1028 | | | Vice President | nd CFO | Form filed by More than One Reporting Person | | |
| (City) | (State) | (Zip) | | | | | | | |

Table I - Non-Derivative Securities Beneficially Owned

| | Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | , , |
|--------------|-------------------------------|--|-----|
| Common Stock | 15,000(1) | D | |

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | Conversion or Exercise | Form: Direct (D) or | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--------------------|--|-------------------------------------|------------------------------------|------------------------|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Price of Derivative Security | vative (Instr. 5) | |

Explanation of Responses:

1. The shares of common stock being reported were granted by the Issuer to the Reporting Person on June 16, 2025, the effective date of the appointment of the Reporting Person as a Vice President of the Issuer, such event occurring prior to the event by which the Reporting Person became a Reporting Person of the Issuer. The shares of common stock reported were granted by the Issuer to the Reporting Person pursuant to the Issuer's 2021 Incentive Plan and are subject to restrictions as to continuous employment with the Issuer through vesting, scheduled to occur on June 16, 2027.

Remarks:

The Reporting Person is reporting the number of shares of common stock of the Issuer beneficially owned as of June 30, 2025, the effective date of the appointment of the Reporting Person as the Chief Financial Officer, Secretary and principal financial and accounting officer of the Issuer, such positions combining with the Reporting Person's then-existing position as a Vice President of the Issuer, and such date of June 30, 2025 being the date of the event by which the Reporting Person became a Reporting Person of the Issuer.

<u>/s/ Claire K. Spencer</u> ** Signature of Reporting Person 07/08/2025 Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 * If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

LIMITED POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby makes, constitutes and appoints Daniel W. Miller with full power of substitution and resubstitution, as the undersigned's true and lawful attorney-in-fact (such person and his substitute being referred to herein as an "Attorney-in-Fact"), with full power to act for the undersigned and in the undersigned's name, place and stead, in any and all capacities, to:

- (1) Prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendments thereto) with respect to the securities of Crown Crafts, Inc., a Delaware corporation (the "Company"), with the United States Securities and Exchange Commission, any national securities exchanges and the Company, as considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act");
- (2) Seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the Attorney-in-Fact and approves and ratifies any such release of information; and
- (3) Perform any and all other acts which in the discretion of the Attorney-in-Fact are necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

- (a) This Limited Power of Attorney authorizes, but does not require, the Attorney-in-Fact to act in his discretion on information provided to such Attorney-in-Fact without independent verification of such information;
- (b) Any documents prepared and/or executed by the Attorney-in-Fact on behalf of the undersigned pursuant to this Limited Power of Attorney will be in such form and will contain such information and disclosure as such Attorney-in-Fact, in his discretion, deems necessary or desirable;
- (c) Neither the Company nor the Attorney-in-Fact assumes (i) any liability for the undersigned's responsibility to comply with the requirements of the Exchange Act, (ii) any liability of the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and
- (d) This Limited Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act, including without limitation the reporting requirements under Section 16 of the Exchange Act.

The undersigned hereby grants to the Attorney-in-Fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, appropriate or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that the Attorney-in-Fact, or his substitute or substitutes, shall lawfully do or cause to be done by virtue of this Limited Power of Attorney and the rights and powers herein granted.

This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Attorney-in-Fact. This Limited Power of Attorney revokes all previous powers of attorney with respect to the subject matter of this Limited Power of Attorney.

IN WITNESS WHEREOF, the undersigned has caused this Limited Power of Attorney to be executed as of this 2rd day of July, 2025.

/s/ Claire K. Spencer Name: Claire K. Spencer