

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

**FORM 11-K**

Annual Report pursuant to Section 15(d) of the Securities Exchange Act of 1934

For the fiscal year ended December 31, 2021

COMMISSION FILE NO. 1-12597

A. Full title of the Plan and the address of the Plan, if different from that of the issuer named below:

CULP, INC. EMPLOYEES' RETIREMENT BUILDER PLAN

B. Name of issuer of the securities held pursuant to the Plan and the address of its principal executive office:

CULP, INC.  
1823 EASTCHESTER DRIVE  
HIGH POINT, NORTH CAROLINA 27265

There were no material changes in the Plan or the Investment Policy of the Plan. Culp, Inc. has made no profit-sharing contributions during the past five years. The number of participants in the Plan as of December 31, 2021, was 963. The Retirement Committee administers the Plan, and its members are Robert G. Culp, IV, Kenneth R. Bowling, and Teresa A. Huffman, all employees of Culp, Inc.

**Financial Statements and Exhibits**

(a) **Financial Statements.** A list of all financial statements filed as part of this report, beginning on page 1, is set forth below:

<b><u>Financial Statements</u></b>	<b><u>Page of Report</u></b>
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(b) **Exhibits**

Exhibit 23(a) – Consent of Independent Registered Public Accounting Firm

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## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the plan administrator has duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

CULP, INC. EMPLOYEES' RETIREMENT BUILDER PLAN

By: Culp, Inc., Plan Administrator

By: The Culp, Inc. Retirement Committee

Date: June 23, 2022

/s/ Robert G. Culp, IV  
Robert G. Culp, IV

/s/ Kenneth R. Bowling  
Kenneth R. Bowling

/s/ Teresa A. Huffman  
Teresa A. Huffman

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**Report of Independent Registered Public Accounting Firm**

**To the Plan Participants and Retirement Committee of the  
Culp, Inc. Employees' Retirement Builder Plan  
High Point, North Carolina**

**Opinion on the Financial Statements**

**We have audited the accompanying statements of net assets available for benefits of the Culp, Inc. Employees' Retirement Builder Plan (the "Plan") as of December 31, 2021, and 2020, the related statements of changes in net assets available for benefits for the years ended December 31, 2021, 2020, and 2019, and the related notes (collectively, the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2021, and 2020, and the changes in net assets available for benefits for the years ended December 31, 2021, 2020, and 2019, in conformity with accounting principles generally accepted in the United States of America.**

**Basis for Opinion**

**These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on the Plan's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) ("PCAOB") and are required to be independent with respect to the Plan in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.**

**We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion.**

**Our audits included performing procedures to assess the risk of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by the Plan's management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.**

**Supplemental Information**

The supplemental information in the accompanying schedule of assets (held at end of year) as of December 31, 2021, has been subjected to audit procedures performed in conjunction with the audit of the Plan's financial statements. The supplemental information is the responsibility of the Plan's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.

/s/ Smith Leonard PLLC

We have served as the Plan's auditor since 2012.

High Point, North Carolina

June 23, 2022

**CULP, INC. EMPLOYEES' RETIREMENT BUILDER PLAN**  
**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS**  
**December 31, 2021 and 2020**

<b>ASSETS</b>	<b>2021</b>	<b>2020</b>
Investments, at fair value (Note C)		
Registered investment companies	\$ 41,560,022	\$ 36,809,440
Common and collective trust fund	6,572,698	8,586,017
Culp, Inc. common stock	1,022,020	1,675,380
Money market fund	46,901	70,843
	<u>49,201,641</u>	<u>47,141,680</u>
Receivables		
Employer contributions	34,390	35,495
Participant contributions	56,473	65,969
	<u>90,863</u>	<u>101,464</u>
<b>NET ASSETS AVAILABLE FOR BENEFITS</b>	<u><u>\$ 49,292,504</u></u>	<u><u>\$ 47,243,144</u></u>

**CULP, INC. EMPLOYEES' RETIREMENT BUILDER PLAN**  
**STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS**  
**Years Ended December 31, 2021, 2020, and 2019**

	<u>2021</u>	<u>2020</u>	<u>2019</u>
<b>CHANGES IN NET ASSETS ATTRIBUTED TO :</b>			
Investment income			
Net appreciation in fair value of investments	\$ 2,265,645	\$ 4,315,513	\$ 6,293,400
Interest and dividends	2,596,829	1,447,900	1,576,311
	<u>4,862,474</u>	<u>5,763,413</u>	<u>7,869,711</u>
Total investment income			
Contributions			
Employer	1,126,189	1,029,861	1,097,387
Participant	1,996,580	1,816,884	1,938,609
Direct rollovers	288,666	575,846	338,656
	<u>3,411,435</u>	<u>3,422,591</u>	<u>3,374,652</u>
Total contributions			
Benefits paid to participants	(6,108,100)	(5,688,553)	(7,010,433)
Administrative expenses	(116,449)	(103,527)	(110,489)
	<u>2,049,360</u>	<u>3,393,924</u>	<u>4,123,441</u>
Net increase before transfers			
Transfers, net (Note G)	-	(663,059)	-
NET ASSETS AVAILABLE FOR BENEFITS			
Beginning of year	<u>47,243,144</u>	<u>44,512,279</u>	<u>40,388,838</u>
End of year	<u>\$ 49,292,504</u>	<u>\$ 47,243,144</u>	<u>\$ 44,512,279</u>

**CULP, INC. EMPLOYEES' RETIREMENT BUILDER PLAN**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2021, 2020 AND 2019**

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**NOTE A - DESCRIPTION OF PLAN**

The following description of the Culp, Inc. Employees' Retirement Builder Plan (the "Plan") provides only general information. Participants should refer to the summary plan description for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all full-time employees of Culp, Inc., and its subsidiaries (the "Company") who have three months of continuous service and are at least 21 years of age. Employees who elect to participate in the Plan may do so in the next available payroll period. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

CARES Act

On March 27, 2020, the Coronavirus Aid Relief and Economic Security Act, also known as the CARES Act, was signed into law by President Donald J. Trump. The CARES act contained several provisions that temporarily affected 401(k) plans through December 31, 2020. These provisions included the waiver of required minimum distributions, a new hardship withdrawal option, increased loan limits, and a loan payment pause option. The Company incorporated the required minimum distributions and new hardship withdrawal option provisions into Plan. The requirements regarding the increased loan limits and a loan payment pause option were not incorporated into the Plan, as the Plan does not permit loans to participants.

The Company did not make any additional changes to the provisions of the Plan, as employer matching contributions were still in effect and participants continued to make salary deferral contributions to the Plan.

Contributions

Each year, participants may contribute compensation, as defined in the Plan document, subject to certain Internal Revenue Code (IRC) limitations. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan currently offers various registered investment company funds, one common and collective trust fund, and Culp, Inc. common stock as investment options for participants. The Company makes matching safe harbor contributions equal to 100% of the participant's contribution up to the first 4% of annual compensation contributed to the Plan. An employee who is eligible to participate in the Plan but does not either affirmatively elect to decline participation or designate a specified amount to be contributed to the Plan, is required to have their compensation reduced by 3%, which is in turn contributed into the Plan's MassMutual Select T. Rowe Price Retirement Series. Employees who elected to participate in the Plan are required to contribute at least 2% of their annual compensation to the Plan.



**CULP, INC. EMPLOYEES' RETIREMENT BUILDER PLAN**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2021, 2020 AND 2019**

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Additional profit-sharing amounts may be contributed at the option of the Company. No profit-sharing contributions were made during the years ended December 31, 2021, 2020, or 2019.

Participant Accounts

Each participant's account is credited with the participant's contributions and Company matching contributions, as well as allocations of (a) the Company's profit-sharing contributions, (b) Plan earnings, and (c) Plan administrative expenses. Allocations are based on participant earnings, account balances, or specific transactions, as defined in the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their own voluntary contributions and the Company's matching contributions plus actual earnings thereon.

Notes Receivable from Participants

Notes receivable from participants are not permitted by the Plan.

Payment of Benefits

Upon termination of service due to death, disability, retirement, or other reasons as defined by the Plan, participants receive a lump-sum distribution equal to the value of the participant's vested interest in the Plan. In-service distributions may be made to participants who have reached age 59 1/2. Withdrawals from the Plan may also be made upon circumstances of financial hardship, in accordance with provisions specified by the Plan.

**NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Basis of Accounting

The financial statements of the Plan are prepared under the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation or depreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein, and disclosures. Actual results could differ from those estimates.

**CULP, INC. EMPLOYEES' RETIREMENT BUILDER PLAN**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2021, 2020 AND 2019**

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Payment of Benefits

Benefits are recorded when paid.

**NOTE C - FAIR VALUE MEASUREMENTS**

The Financial Accounting Standards Board issued a statement that defines fair value and establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to quoted market prices in active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurement). The three levels of fair value hierarchy are described as follows:

Level 1 - Quoted market prices in active markets for identical assets and liabilities,

Level 2 - Inputs other than level 1 inputs that are either directly or indirectly observable, and

Level 3 - Unobservable inputs developed using the company's estimates and assumptions, which reflect those a market participant would use.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. The following is a description of the valuation methodologies used for instruments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy. There have been no changes in the methodologies used at during the years ended December 31, 2021, 2020, and 2019, respectively.

Registered Investment Companies

These investments are public investment vehicles valued using the net asset value ("NAV") provided by the administrator of the fund. The NAV is based on the value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares outstanding. The NAV is a quoted price in an active market and classified within Level 1 of the valuation hierarchy.

Common and Collective Trust Fund

This investment is valued using the NAV as a practical expedient and is not classified in the fair value hierarchy. There are no participant redemption restrictions for this investment; the redemption notice period is applicable only to the Plan.

**CULP, INC. EMPLOYEES' RETIREMENT BUILDER PLAN**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2021, 2020 AND 2019**

The following tables present information for which the NAV per share practical expedient was used:

December 31, 2021				
Description	Fair Value	Unfunded Commitments	Redemption Frequency (If Currently Eligible)	Redemption Notice Period
Invesco Stable Value Trust Fund	\$ 6,572,698	N/A	Daily	12 months

December 31, 2020				
Description	Fair Value	Unfunded Commitments	Redemption Frequency (If Currently Eligible)	Redemption Notice Period
Invesco Stable Value Trust Fund	\$ 8,586,017	N/A	Daily	12 months

Culp, Inc. Common Stock

This investment is valued at the closing price reported on the New York Stock Exchange, which is the active market in which the individual security is traded. This investment is classified within Level 1 of the valuation hierarchy.

The Plan held 107,468 shares and 105,569 shares of the Company's common stock as of December 31, 2021, and 2020, respectively. The cost basis of these shares of the Company's common stock was \$1,020,930 and \$972,346 as of December 31, 2021, and 2020, respectively.

Money Market Fund

This investment is a public investment vehicle valued using \$1 for the NAV. The money market fund is classified within Level 2 of the valuation hierarchy.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

**CULP, INC. EMPLOYEES' RETIREMENT BUILDER PLAN**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2021, 2020 AND 2019**

The following tables present information about assets and liabilities measured at fair value on a recurring basis:

Fair Value Measurements as of December 31, 2021, using:

Description	Quoted Prices in			Total
	Active Markets for Identical Assets	Significant other Observable Inputs	Significant Unobservable Inputs	
	Level 1	Level 2	Level 3	
<i>Investments at fair value:</i>				
Registered investment companies	\$ 41,560,022	\$ -	\$ -	\$ 41,560,022
Culp, Inc. common stock	1,022,020	-	-	1,022,020
Money market fund	-	46,901	-	46,901
Total investments in the fair value hierarchy	\$ 42,582,042	\$ 46,901	\$ -	\$ 42,628,943
<i>Investments at net asset value:</i>				
Common and collective trust fund				6,572,698
Total investments at fair value				\$ 49,201,641

Fair Value Measurements as of December 31, 2020, using:

Description	Quoted Prices in			Total
	Active Markets for Identical Assets	Significant other Observable Inputs	Significant Unobservable Inputs	
	Level 1	Level 2	Level 3	
<i>Investments at fair value:</i>				
Registered investment companies	\$ 36,809,440	\$ -	\$ -	\$ 36,809,440
Culp, Inc. common stock	1,675,380	-	-	1,675,380
Money market fund	-	70,843	-	70,843
Total investments in the fair value hierarchy	\$ 38,484,820	\$ 70,843	\$ -	\$ 38,555,663
<i>Investments at net asset value:</i>				
Common and collective trust fund				8,586,017
Total investments at fair value				\$ 47,141,680

**NOTE D - EXEMPT PARTY-IN-INTEREST TRANSACTIONS**

Plan investments include shares of the Company's common stock and therefore, transactions associated with the Company's common stock qualify as party-in-interest.

Plan investments include shares of mutual funds managed by MassMutual Select Funds, an affiliate of the administrator of the Plan during years ended December 31, 2020, and 2019. Therefore, transactions associated with mutual funds managed by MassMutual Select Funds during the years ended 2020 and 2019, qualified as party-in-interest. On December 31, 2020, Empower Retirement acquired the retirement business of MassMutual Life Insurance Company. Accordingly, Great-West Life & Annuity Insurance Company, an affiliate of Empower Retirement, served as the Plan's administrator during the year ended December 31, 2021.

Administrative fees paid directly by the Plan to Raymond James Financial Services for investment advisory and other administrative services were \$92,939, \$81,922, and \$84,649 during the years ended December 31, 2021, 2020 and 2019, respectively.

Administrative fees paid directly by the Plan to Smith Leonard PLLC for audit services were \$14,500, \$14,455, and \$14,500 during the years ended December 31, 2021, 2020 and 2019, respectively.

Administrative fees paid directly by the Plan to Great-West Life & Annuity Insurance Company were \$9,010 during the year ended December 31, 2021.

Administrative fees paid directly by the Plan to MassMutual Retirement Services, LLC were \$7,150 and \$11,340 during the years ended December 31, 2020, and 2019, respectively.

**NOTE E - PLAN TERMINATION**

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

**NOTE F - TAX STATUS**

The Plan has adopted a prototype plan document sponsored by an affiliate of the Plan's trustee. The Internal Revenue Service has determined and informed the Plan's trustee by a letter dated March 31, 2014, that the Plan is designed and in compliance with the applicable requirements of the IRC. The Plan administrator and the Plan's tax counsel believe that the Plan is designed and currently being operated in compliance with the applicable requirements of the IRC and, therefore, believe that the Plan is qualified, and the related trust is tax-exempt.

**NOTE G - TRANSFER OF PLAN ASSETS**

On June 22, 2018, the Company acquired a majority ownership interest in eLuxury, LLC (eLuxury), a company that offers bedding accessories and home goods directly to consumers and businesses through its e-commerce and business-business sales channels. Effective March 31, 2020, the Company sold its entire majority ownership interest in eLuxury and therefore, employees of eLuxury are no longer able to participate in the Plan. As a result, net assets totaling \$663,059 were transferred out of the Plan.

**NOTE H - RISKS AND UNCERTAINTIES**

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as inflation, unemployment, interest rate, credit, and overall market volatility. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

**SUPPLEMENTAL INFORMATION**

**CULP, INC. EMPLOYEES' RETIREMENT BUILDER PLAN**  
**SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)**  
**EIN: 56-1001967**  
**PLAN NUMBER: 001**  
**December 31, 2021**

<b>(a)</b>	<b>(b) Borrower, Lessor or Similar Party</b>	<b>(c) Description of Investment</b>	<b>(d) Cost **</b>	<b>Current Value</b>
	Invesco Stable Value Trust Fund	6,572,698 units	-	\$ 6,572,698
	MFS Moderate Allocation Fund	350,109 units	-	7,537,841
	Franklin Dynatech Fund	37,258 units	-	5,779,536
	MFS Value Fund	92,751 units	-	5,041,018
	MFS Total Return Fund	214,888 units	-	4,617,935
	MFS Growth Allocation Fund	113,959 units	-	2,967,492
	MFS Core Equity Fund	41,952 units	-	1,995,246
	American Century Mid Cap Value Fund	87,901 units	-	1,576,063
	MFS International Diversification Fund	63,550 units	-	1,574,774
	JP Morgan Small Cap Growth Fund	75,261 units	-	1,554,148
	MassMutual Select T. Rowe Price Retirement 2030 Fund	75,338 units	-	1,393,748
	DWS RREEF Real Estate Securities Fund	46,774 units	-	1,280,195
	MFS Aggressive Growth Allocation Fund	39,505 units	-	1,233,339
	MFS Conservative Allocation Fund	64,776 units	-	1,182,809
	Pioneer Bond Fund	97,513 units	-	946,855
	MassMutual Select T. Rowe Price Retirement 2035 Fund	42,920 units	-	828,359
	MFS Corporate Bond Fund	30,633 units	-	450,608
	Lord Abbett Bond Debenture Fund	48,895 units	-	408,761
	MassMutual Select T Rowe Price Retirement 2025 Fund	21,370 units	-	376,746
	MassMutual Select T. Rowe Price Retirement 2040 Fund	14,068 units	-	280,244
	MassMutual Select T. Rowe Price Retirement 2045 Fund	7,382 units	-	149,404
	MassMutual Select T. Rowe Price Retirement 2055 Fund	7,285 units	-	148,176
	MassMutual Select T. Rowe Price Retirement 2050 Fund	7,165 units	-	146,372
	MassMutual Select T. Rowe Price Retirement 2060 Fund	4,229 units	-	85,590
	MassMutual Select T. Rowe Price Retirement 2020 Fund	251 units	-	4,190
	MassMutual Select T. Rowe Price Retirement 2015 Fund	34 units	-	573
	Fidelity Institutional Money Market Fund Government	46,901 units	-	46,901

Portfolio

* Culp, Inc. Common Stock	107,468 shares	-	<u>1,022,020</u>
			<u>\$ 49,201,641</u>

\* Indicates party-in-interest.

\*\* Cost information omitted for participant-directed investments.



**EXHIBIT INDEX**

Exhibit Number

Exhibit

[23A](#)

[Consent of Independent Registered Public Accounting Firm in connection with the registration statement of Culp, Inc. on Form S-8 \(File No. 33-13310\).](#)

**CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

The Retirement Committee of the  
Culp, Inc. Employees' Retirement Builder Plan  
High Point, North Carolina

We consent to the incorporation by reference in the Registration Statement No. 33-13310 on Form S-8 of our report dated June 23, 2022, with respect to the financial statements and schedules of the Culp, Inc. Employees' Retirement Builder Plan included in this Annual Report on Form 11-K for the years ended December 31, 2021, 2020, and 2019.

/s/ Smith Leonard PLLC

High Point, North Carolina  
June 23, 2022