

---

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934

**CARTER'S INC**

---

(Name of Issuer)

---

**Common Voting Shares**

(Title of Class of Securities)

---

**146229109**

(CUSIP Number)

---

**20/06/2019**

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

---

---

---

SCHEDULE 13G

<b>CUSIP No.</b> 146229109
----------------------------

<b>1</b>	<b>NAMES OF REPORTING PERSONS</b> <b>I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)</b>  Caisse de dépôt et placement du Québec	
<b>2</b>	<b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b> (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
<b>3</b>	<b>SEC USE ONLY</b>	
<b>4</b>	<b>CITIZENSHIP OR PLACE OF ORGANIZATION</b>  Québec, Canada	
<b>NUMBER OF SHARES                  BENEFICIALLY                  OWNED BY EACH                  REPORTING PERSON                  WITH</b>	<b>5</b>	<b>SOLE VOTING POWER</b> 2,305,094
	<b>6</b>	<b>SHARED VOTING POWER</b> 0
	<b>7</b>	<b>SOLE DISPOSITIVE POWER</b> 2,305,094
	<b>8</b>	<b>SHARED DISPOSITIVE POWER</b> 0
<b>9</b>	<b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b>  2,305,094	
<b>10</b>	<b>CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)</b>  <input type="checkbox"/>	
<b>11</b>	<b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)</b>  5.1%	
<b>12</b>	<b>TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)</b>  OO	

**Item 1.**

- (a) **Name of Issuer:** Carter's Inc.
- (b) **Address of Issuer's Principal Executive Offices:** Phipps Tower 3428 Peachtree Road NE, Suite 1800, Atlanta, GA 30326 United States

**Item 2.**

- (a) **Name of Person Filing:** Caisse dépôt et placement du Québec
- (b) **Address of Principal Business Office or, if None, Residence:** 1000, Place Jean-Paul-Riopelle, Montréal, Québec, H2Z 2B3
- (c) **Citizenship:** Quebec, Canada
- (d) **Title and Class of Securities:** Common voting shares
- (e) **CUSIP No.:** 146229109

**Item 3.** Not applicable

**Item 4. Ownership**

- (a) **Amount Beneficially Owned:** 2,305,094
- (b) **Percent of Class:** 5.1%
- (c) **Number of shares as to which such person has:**
- (i) **Sole power to vote or to direct the vote:** 2,305,094
  - (ii) **Shared power to vote or to direct the vote:** 0
  - (iii) **Sole power to dispose or to direct the disposition of:** 2,305,094
  - (iv) **Shared power to dispose or to direct the disposition of:** 0

**Item 5.** Not applicable

**Item 6.** Not applicable

**Item 7.** Not applicable

**Item 8.** Not applicable

**Item 9.** Not applicable

**Item 10. Certifications.**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: June 28<sup>th</sup>, 2019

/s/ Charlotte Goyer

Charlotte Goyer

Legal Counsel, Caisse de dépôt et placement du Québec