# carter's, inc.

# First Quarter 2018 Business Update

April 26, 2018

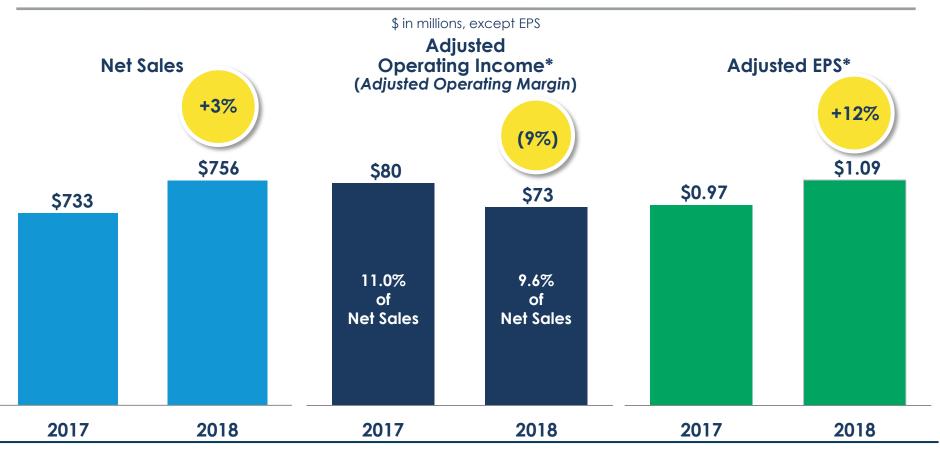




\$ in m	nillions, exce	ept EPS			
	Q1 2018	% of Sales	Q1 2017	% of Sales	Increase / (Decrease)
Net sales	\$756		\$733		3%
Gross profit	332	44.0%	316	43.1%	5%
Royaltyincome	8	1.1%	11	1.4%	(24%)
SG&A	280	37.1%	248	33.8%	13%
Operating income	60	8.0%	78	10.7%	(23%)
Interest and other, net	7	1.0%	7	0.9%	10%
Income before taxes	53	7.0%	72	9.8%	(26%)
Income taxes	10		25		(59%)
Net income	\$42	5.6%	\$47	6.4%	(9%)
Diluted EPS	\$0.89		\$0.95		(6%)
Weighted average shares outstanding	47		49		(3%)
EBITDA <sup>1</sup>	\$83	10.9%	\$98	13.4%	(16%)

<sup>1</sup> Non-GAAP measure; see reconciliation to net income on page 27. Note: Results may not be additive due to rounding.

### First Quarter 2018 Highlights



#### • Net sales +3%

- Growth led by U.S. Retail and International segments
- Good contributions from Skip Hop and Mexico (both acquired in 2017)
- Adjusted operating profit \$73 million (vs. \$80 million LY), reflecting lower U.S. Wholesale revenue and higher investment spending
- Adjusted EPS +12% to \$1.09; reflects benefit from tax reform and lower share count

### First Quarter 2018 Net Sales





\$ in n	nillions, exc	ept EPS			
	Q1 2018	% of Sales	Q1 2017	% of Sales	Increase / (Decrease)
Net sales	\$756		\$733		3%
Gross profit	332	44.0%	316	43.1%	5%
Royaltyincome	8	1.1%	11	1.4%	(24%)
Adjusted SG&A*	268	35.4%	246	33.6%	9%
Adjusted operating income*	73	9.6%	80	11.0%	(9%)
Interest and other, net	7	1.0%	7	0.9%	10%
Income before taxes	65	8.6%	74	10.0%	(11%)
Incometaxes	13		26		(48%)
Adjusted net income*	\$52	6.9%	\$48	6.5%	9%
Adjusted diluted EPS*	\$1.09		\$0.97		12%
Weighted average shares outstanding	47		49		(3%)
Adjusted EBITDA*	\$95	12.6%	\$100	13.7%	(5%)

\* Results are stated on an adjusted basis, a non-GAAP presentation; see reconciliation to GAAP on pages 25 – 27. Note: Results may not be additive due to rounding.

### Balance Sheet and Cash Flow



	\$ in milli	ons	:
		2018	2017
	Cash	\$180	\$154
<b>Balance Sheet</b>	Accounts Receivable	221	207
(at Q1 end)	Inventory	479	435
	Accounts Payable	116	101
	Long-Term Debt	618	582
		2018	2017
Cash Flow	Operating Cash Flow	<b>Ş64</b>	\$84
(Q1)	Capital Expenditures	(15)	(18)
	Free Cash Flow <sup>1</sup>	\$49	\$66
		2018	2017
Return of	Share Repurchases	\$25	\$47
Capital (Q1)	Dividends	21	18
	Total	\$46	\$65

- Inventory +10% vs. LY, primarily driven by growth initiatives (Retail, Amazon, Skip Hop, and Mexico)
- Increase in short term borrowings to support working capital needs and return of capital initiatives
- Decline in operating cash flow reflects change in working capital
  - Forecasting full year operating cash flow of approximately \$350 to \$375 million
- Returned \$46 million to shareholders through share repurchases and dividends in Q1 2018

<sup>1</sup> Non-GAAP measure.

## Business Segment Performance



### First Quarter 2018 Adjusted Business Segment Performance\*



		Net Sales	i	-	ted Oper Income*	ating	Adjusted Operating Margin*		
	2018	2017	\$ Growth	2018	2017	\$ Growth	2018	2017	
U.S. Retail (a)	\$384	\$364	\$20	\$29	\$30	(\$1)	7.6%	8.2%	
U.S. Wholesale	281	293	(12)	63	70	(7)	22.4%	23.8%	
International (b)	91	76	15	4	4	-	4.1%	4.8%	
Total before corporate expenses	756	733	23	96	103	(7)	12.7%	14.1%	
Corporate expenses				(23)	(23)	-	<b>(3</b> .1%)	(3.1%)	
Total	\$756	\$733	\$23	\$73	\$80	(\$8)	9.6%	11.0%	

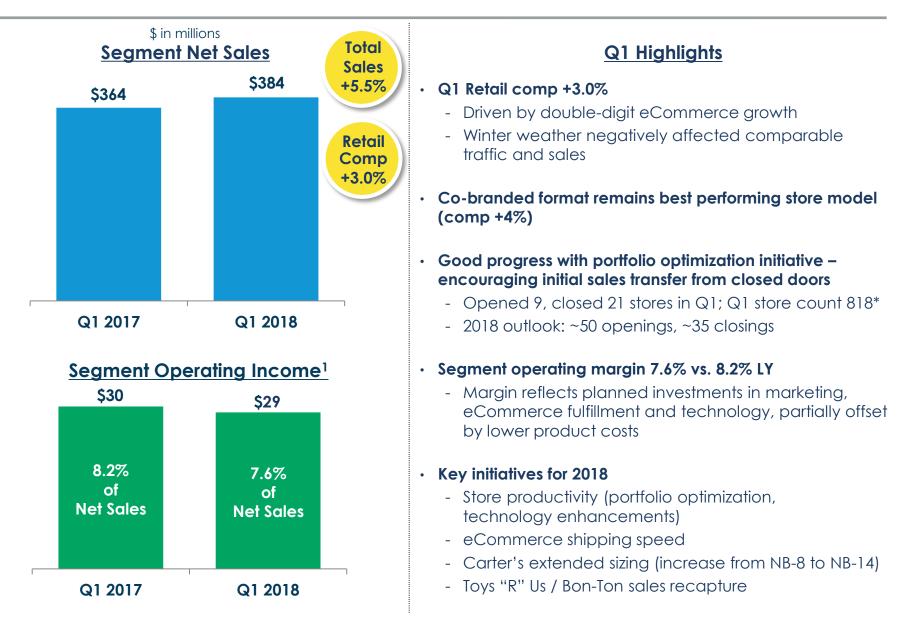
\$ in millions

(a) Results include U.S. stores and eCommerce.

(b) Results include international stores, eCommerce, and wholesale.

\* Results are stated on an adjusted basis, a non-GAAP presentation; see reconciliation to GAAP on page 26. Note: Results may not be additive due to rounding.





<sup>1</sup> Results are stated on an adjusted basis, a non-GAAP presentation; see reconciliation to GAAP on page 26.

\* See store count reconciliation on page 30.

### Co-branded Store – Santa Maria, CA (Opened Q1 2018)





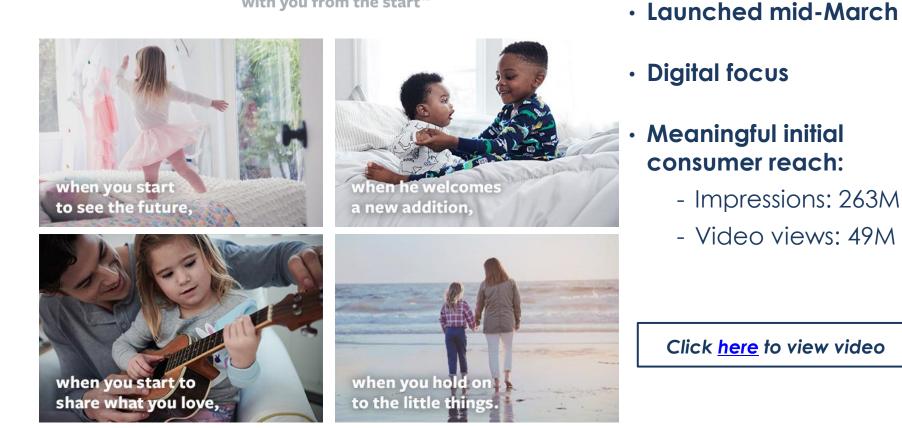








with you from the start™

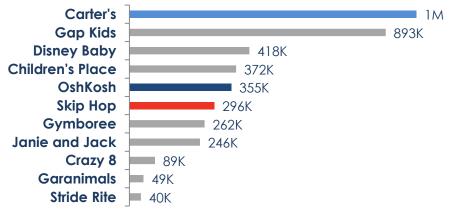


### Carter's Continues to Lead in Consumer Following and Engagement in Social Media



#### Carter's achieves milestone of 1 million followers on Instagram

#### **Instagram Followers**



#### Carter's earned 20 of the top 25 engagement scores among peers on Instagram



CARTER'S BABIES AND KIDS

This fiamingo's one in a melon.

3/12/2018 01:17 PM

#lovecarters

25,659

#linkinblo #prettyinplok

#isstillsosweet #firstspring



2/15/2018 05:06 PM

#springbetwoid #lemon

#bluestrines #linkinbio

16,438

Engageme

Evelet . #sunsuit #springthings



3/6/2018 12:55 PM

#lovecarters

Engagement

16,000

Our hearts (and vours)

#littletobig #toddlertokid

demandahedgepethoby #dresses



CARTER'S BABIES AND KIDS 1/5/2018 02:05 PM

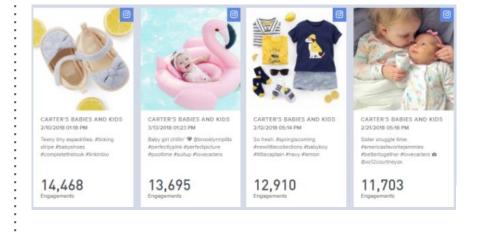
> We're wild about Friday after the first week back to work! #tgit #fridaymood

15,122 Engagement

#### **Facebook Followers** Carter's 3.8M **Disney Baby** 2.9M **Children's Place** 2.2M Garanimals 1.4M OshKosh 972K Gymboree 892K **Stride Rite** 439K Crazv 8 325K **Skip Hop** 301K Janie and Jack 277K

**Gap Kids** 

27K



#### Source: Instagram and Facebook (followers as of 4/25/18). Third-party engagement scoring from 12/31/17 through 3/31/18.

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#### **Q1 Highlights**

#### • U.S. Wholesale segment net sales -4%

- Reflects timing of shipments, partially offset by contribution from *Skip Hop* and higher replenishment / *Little Baby Basics* demand
- Segment operating margin 22.4% vs. 23.8% LY
  - Principally reflects addition of *Skip Hop* (lower margin business in Q1)
  - Margin in core business relatively consistent vs. LY

#### • Full year 2018 segment net sales outlook

- Down low-single digits (previously low-single digit growth) due to customer bankruptcies
- Includes recapturing 50% of lost sales across wholesale and retail channels
- Planning mid-single digit growth in Little Baby Basics, ex-Toys "R" Us













# simple joys by carter's"



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es + accessories 6m - 5t

### joys by carter's

#### find joy in the simple

Introducing our newest collection of clothing for newborns and toddlers (preemie-5T)! It's as easy to love as it is simple to buy: fresh new styles from America's most trusted brand in baby clothing.





find joy in the details Sweet sayings, fresh prints, bright colors, supersoft fabrics and lots of functional details make our styles easy to love and you'll find them only on Amazon.

#### find joy in the adventure

Introducing new styles just for toddler: Multi-pack tees, shorts, leggings + more. Comfy looks that are easy to wash and love after every one of their adventures.





#### find joy in the easy

We've styled our must-have basics, gift sets and pajamas into bigger mix-and-match packs to offer easy one-step shopping for your busy life and your little one.





# simple joys by carter's





### Skidaddle by Skip Hop Developed For Walmart







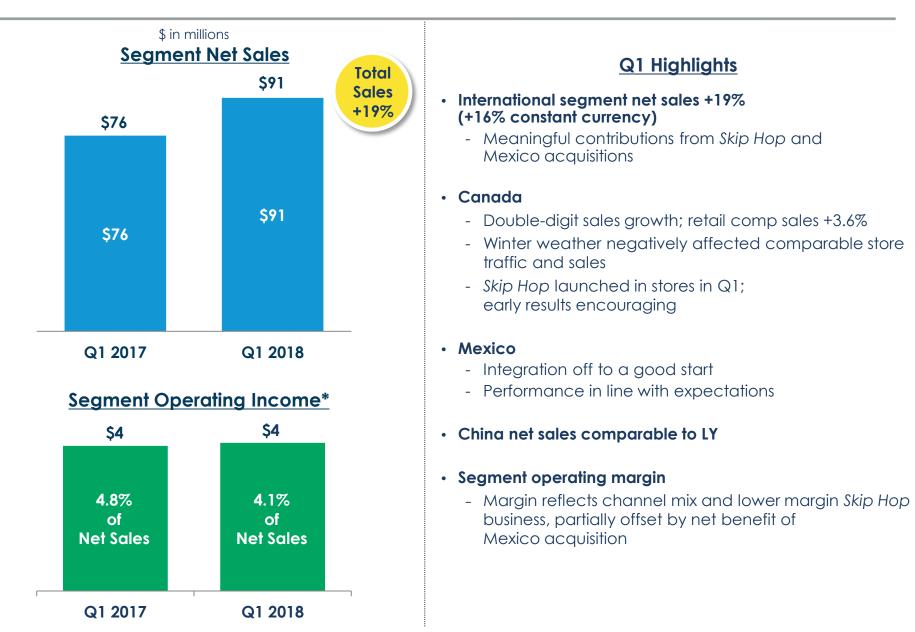








# carter's



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### International Store – Mexico City











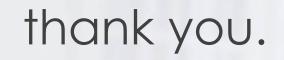
### 2018 Outlook (Adjusted Basis)

Q2 2018



- Net sales of approximately \$680 million (vs. \$692 million Q2 2017)
  - Absence of planned wholesale volume from bankrupt customers
  - U.S. Retail sales affected by Easter shift and continued cold weather pattern
- EPS of approximately \$0.53 (vs. \$0.79 Q2 2017<sup>1</sup>)
  - Adverse impact of customer bankruptcies
  - U.S. Retail expense deleverage





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# appendix





#### **Fiscal Quarter Ended**

	March 31, 2018	April 1, 2017
Weighted-average number of common and common equivalent shares outstanding:		
Basic number of common shares outstanding	46,772,737	48,322,692
Dilutive effect of equity awards	618,678	554,994
Diluted number of common and common equivalent shares outstanding	47,391,415	48,877,686

	Fiscal Quarter Ended											
	A	s reported or	n a GAA		As adjusted (a)							
\$ in thousands, except EPS	Marc	ch 31, 2018	April 1, 2017		March 31, 2018		Ар	ril 1, 2017				
Basic net income per common share: Net income Income allocated to participating securities Net income available to common shareholders	\$	42,469 (325) 42,144	\$	46,595 (369) 46,226	\$	51,956 (400) 51,556	\$	47,774 (379) 47,395				
Basic net income per common share		\$0.90		\$0.96		\$1.10		\$0.98				
Diluted net income per common share: Net income Income allocated to participating securities Net income available to common shareholders	\$	42,469 (323) 42,146	\$	46,595 (367) 46,228	\$	51,956 (397) 51,559	\$	47,774 (376) 47,398				
Diluted net income per common share		\$0.89		\$0.95		\$1.09		\$0.97				

(a) In addition to the results provided in this earnings release in accordance with GAAP, the Company has provided adjusted, non-GAAP financial measurements that present per share data excluding the adjustments discussed above. The Company has excluded \$9.5 million and \$1.2 million in after-tax expenses from these results for the fiscal quarters ended March 31, 2018, and April 1, 2017, respectively.



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#### \$ in millions, except EPS

									Segment Reporting							
First Quarter of Fiscal 2018	Gross Margin	% of net sales	SG&A	% of net sales	Operating Income	% of net sales	Net Income	Diluted EPS	U.S. Retail Operating Income	% of segment net sales	U.S. Wholesale Operating Income	<ul> <li>% of segment net sales</li> </ul>	International Operating Income	% of segment net sales	Corporate Operating Expenses	% of total net sales
As reported (GAAP) (a)	\$332.5	44.0%	\$280.2	37.1%	\$60.3	8.0%	\$42.5	0.89	\$29.5	7.7%	\$50.3	17.9%	\$3.8	4.1%	(\$23.2)	(3.1%)
Customer bankruptcy			(10.0)		10.0		0.0	0.00			10.0					
charges (c) (d)	-		(12.8)		12.8		9.8	0.20	-		12.8		-		-	
Store restructuring costs (c) (e)	-		0.4		(0.4)		(0.3)	(0.01)	(0.4)		-		-		-	
As adjusted (b)	\$332.5	44.0%	\$267.8	35.4%	\$72.7	9.6%	\$52.0	1.09	\$29.1	7.6%	\$63.0	22.4%	\$3.8	4.1%	(\$23.2)	(3.1%)

								-	Segment Rep	orting
First Quarter of Fiscal 2017	Gross Margin	% of net sales	SG&A	% of net sales	Operating Income	% of net sales	Net Income	Diluted EPS	Corporate Operating Expenses	% of total net sales
As reported (GAAP) (a)	\$315.7	43.1%	\$247.8	33.8%	\$78.5	10.7%	\$46.6	0.95	(\$24.7)	(3.4%)
Acquisition costs (f) Direct sourcing initiative (c) (g)	-		(1.6) (0.2)		1.6 0.2		1.1 0.1	0.02	1.6 0.2	
As adjusted (b)	\$315.7	43.1%	\$245.9	33.6%	\$80.3	11.0%	\$47.8	0.97	(\$22.8)	(3.1%)

- (a) Beginning in fiscal 2018, the Company adopted the Financial Accounting Standards Board's Accounting Standards Codification No. 606, Revenue from Contracts with Customers, and related amendments ("ASC 606") using the full retrospective adoption method. All periods in fiscal 2017 and fiscal 2016 were amended to reflect these provisions, and retained earnings at January 2, 2016 (beginning of fiscal 2016) were adjusted for the cumulative effect of periods prior to fiscal 2016. The adoption of ASC 606 had no material effect on the Company's consolidated financial position, results of operations, and cash flows.
- (b) In addition to the results provided in this earnings release in accordance with GAAP, the Company has provided adjusted, non-GAAP financial measurements that present gross margin, SG&A, operating income, net income, and net income on a diluted share basis excluding the adjustments discussed above. The Company believes these adjustments provide a meaningful comparison of the Company's results and affords investors a view of what management considers to be the Company's core performance. The adjusted, non-GAAP financial measurements included in this earnings release should not be considered as an alternative to net income or as any other measurement of performance derived in accordance with GAAP. The adjusted, non-GAAP financial measurements are presented for informational purposes only and are not necessarily indicative of the Company's future condition or results of operations.
- (c) The difference between the impacts on operating income and net income represents the income taxes related to the adjustment item (calculated using the applicable tax rate of the underlying jurisdiction).
- (d) Related to the Toys "R" Us bankruptcy.
- (e) Insurance recovery associated with unusual storm-related store closures.
- (f) Non-recurring costs related to the Skip Hop and Mexico acquisitions. SG&A and operating income include approximately \$0.4 million of costs incurred during the first quarter of fiscal 2017 that were not originally reported as acquisition-related costs.
- (g) Costs associated with the Company's direct sourcing initiative, which include severance and relocation.



\$ in	millions					
		Fiscal Qua		ır Fiscal ers Ended		
	March	n 31 <i>,</i> 2018	April	1, 2017	Marcl	h 31, 2018
Net income	\$	42.5	\$	46.6	\$	298.6
Interest expense		8.0		7.1		30.9
Interest income		(0.2)		(0.1)		(0.4)
Tax expense		10.4		25.1		73.4
Depreciation and amortization		22.1		19.8		86.7
EBITDA	\$	82.7	\$	98.4	\$	489.2
Adjustments to EBITDA						
Special employee compensation provision (a)	\$	-	\$	-	\$	21.2
Customer bankruptcy charges (b)		12.8		-		12.8
Acquisition-related costs (c)		-		1.6		3.0
Store restructuring costs (d)		(0.4)		-		2.3
Direct sourcing initiative (e)		-		0.2		0.1
Acquisition contingency fair value adjustment (f)		-		-		(3.6)
Adjusted EBITDA	\$	95.2	\$	100.3	S	524.9

(a) Special employee compensation provision related to significant benefit related to the enactment of the Tax Cuts and Jobs Act of 2017; includes \$1.2 million in related payroll taxes.

(b) Related to the Toys "R" Us bankruptcy.

(c) Non-recurring costs incurred in connection with the *Skip Hop* and Mexico business acquisitions. SG&A and operating income include approximately \$0.4 million of costs incurred during the first quarter of fiscal 2017 that were not originally reported as acquisition-related costs.

- (d) Net costs arising from unusual storm damage and related store closures.
- (e) Costs associated with the Company's direct sourcing initiative, which include severance and relocation.
- (f) Revaluation of the contingent consideration liability associated with the Company's acquisition of Skip Hop.

# 2017 Second Quarter Reconciliation of Reported to Adjusted Earnings



#### \$ in millions, except EPS

									Segment Reporting							
Second Quarter of Fiscal 2017	Gross Margin	% of net sales	SG&A	% of net sales	Operating Income	% of net sales	Net Income	Diluted EPS	U.S. Retail Operating Income	% of segment net sales	U.S. Wholesale Operating Income	segment net sales	International Operating Income	% of segment net sales	Corporate Operating Expenses	% of total net sales
As reported (GAAP) (a)	\$303.2	43.8%	\$250.1	36.2%	\$64.3	9.3%	\$37.8	\$0.77	\$42.1	10.8%	\$35.8	16.4%	\$7.6	9.2%	(\$21.2)	(3.1%)
Acquisition related costs (c) Direct sourcing initiative (c) (d)	0.4		(0.8) (0.1)		1.2 0.1		0.8	0.01	0.0		0.2		0.1		0.8 0.0	
As adjusted (b)	\$303.6	43.9%	\$249.3	36.0%	\$65.6	9.5%	\$38.6	\$0.79	\$42.1	10.8%	\$36.0	16.6%	\$7.7	9.4%	(\$20.4)	(2.9%)

- (a) In addition to the results provided in this presentation in accordance with GAAP, the Company has provided adjusted, non-GAAP financial measurements that present gross margin, SG&A expenses, operating income, net income, and diluted EPS excluding the adjustment items noted above and discussed above. The Company believes these non-GAAP measurements provide investors with a meaningful view of the Company's core operating results, and are the same measurements used by the Company's executive management to assess the Company's performance. The adjusted, non-GAAP financial measurements included in this presentation should not be considered as an alternative to net income or as any other measurement of performance derived in accordance with GAAP. The adjusted, non-GAAP financial measurements are presented for informational purposes only and are not necessarily indicative of the Company's future condition or results of operations.
- (b) In addition to the results provided in this earnings release in accordance with GAAP, the Company has provided adjusted, non-GAAP financial measurements that present gross margin, SG&A, operating income, net income, and net income on a diluted share basis excluding the adjustments discussed above. The Company believes these adjustments provide a meaningful comparison of the Company's results and affords investors a view of what management considers to be the Company's core performance. The adjusted, non-GAAP financial measurements included in this earnings release should not be considered as an alternative to net income or as any other measurement of performance derived in accordance with GAAP. The adjusted, non-GAAP financial measurements are presented for informational purposes only and are not necessarily indicative of the Company's future condition or results of operations.
- (c) The difference between the impacts on Operating Income and Net Income represents the income taxes related to the adjustment item (calculated using the applicable tax rate of the underlying jurisdiction).
- (d) Costs associated with the Company's direct sourcing initiative, which include severance and relocation.

# 2017 Full Year Reconciliation of Reported to Adjusted Earnings



#### \$ in millions, except EPS

									Segment Reporting							
Fiscal 2017	Gross Margin	% of net sales	SG&A	% of net sales	Operating	% of net sales	Net Income	Diluted EPS	U.S. Retail Operating Income	% of segment net sales		e % of segment net sales	International Operating Income	% of segment net sales	Corporate Operating Expenses	% of total net sales
As reported (GAAP) (a)	\$1,483.4	43.6%	\$1,106.9	32.6%	\$ <b>419.6</b>	12.3%	\$302.8	\$6.24	\$215.6	12.1%	\$252.1	20.8%	\$46.4	11.2%	(\$94.5)	(2.8%)
Special employee compensation provision (c) (d) Store restructuring costs (c) Acquisition costs (c)	- - 1.2		(21.2) (2.7) 0.2		21.2 2.7 1.0		15.1 1.5 0.2	0.31 0.03 -	12.7 2.7 0.1		3.3 - 0.7		2.3 - 0.4		2.9 - (0.2)	
Direct sourcing initiative (c) (e)	-		(0.3)		0.3		0.2	-	-		-		-		0.3	
Tax reform (f)	-		-		-		(40.0)	(0.83)			-		-		-	
As adjusted (b)	\$1,484.6	43.7%	\$1,082.9	31.8%	5 <b>\$444.8</b>	13.1%	\$279.8	\$5.77	\$231.2	13.0%	\$256.0	21.2%	\$49.1	11.8%	(\$91.5)	(2.7%)

- (a) Beginning in fiscal 2018, the Company adopted the Financial Accounting Standards Board's Accounting Standards Codification No. 606, Revenue from Contracts with Customers, and related amendments ("ASC 606") using the full retrospective adoption method. All periods in fiscal 2017 and fiscal 2016 were amended to reflect these provisions, and retained earnings at January 2, 2016 (beginning of fiscal 2016) were adjusted for the cumulative effect of periods prior to fiscal 2016. The adoption of ASC 606 had no material effect on the Company's consolidated financial position, results of operations, and cash flows.
- (b) In addition to the results provided in this earnings release in accordance with GAAP, the Company has provided adjusted, non-GAAP financial measurements that present gross margin, SG&A, operating income, net income, and net income on a diluted share basis excluding the adjustments discussed above. The Company believes these adjustments provide a meaningful comparison of the Company's results and affords investors a view of what management considers to be the Company's core performance. The adjusted, non-GAAP financial measurements included in this earnings release should not be considered as an alternative to net income or as any other measurement of performance derived in accordance with GAAP. The adjusted, non-GAAP financial measurements are presented for informational purposes only and are not necessarily indicative of the Company's future condition or results of operations.
- (c) The difference between the impacts on operating income and net income represents the income taxes related to the adjustment item (calculated using the applicable tax rate of the underlying jurisdiction).
- (d) Special employee compensation provision related to significant benefit related to the enactment of the Tax Cuts and Jobs Act of 2017.
- (e) Costs associated with the Company's direct sourcing initiative, which include severance and relocation.
- (f) Reflects the \$40 million net benefit of the Tax Cuts and Jobs Act of 2017.



	Single-brand	Dual-l	brand		<b>Dual-brand</b>			
	U.S. Stand-alone Format	U.S. Side-by-Side Format	U.S. Co-branded Format	Total U.S. Retail	Canada Co-branded Format	Mexico <sup>1</sup>	Total International	Total Consolidated Retail Stores
Store count at April 1, 2017	622	145	35	802	163	N/A	163	965
Openings	9	12	30	51	17	3	17	68
Closings	(35)	-	-	(35)	(1)	-	(1)	(36)
Conversions to dual-brand formats	(43)	2	41	-	-	-	-	-
Acquired	-	-	-	-	-	39	39	39
Store count at March 31, 2018	553	159	106	818	179	42	221	1,039

### Forward-looking Statements and Other Information

# carter's

Results provided in this presentation are preliminary and unaudited. This presentation should be read in conjunction with the audio broadcast or transcript of the Company's earnings call, held on April 26, 2018 which is available at www.carters.com. This presentation contains forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 relating to the Company's future performance, including, without limitation, statements with respect to the Company's anticipated financial results for the second quarter of fiscal 2018 and fiscal year 2018, or any other future period, assessments of the Company's performance and financial position, and drivers of the Company's sales and earnings growth. Such statements are based on current expectations only, and are subject to certain risks, uncertainties, and assumptions. Should one or more of these risks or uncertainties materialize or not materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those anticipated, estimated, or projected. Certain of the risks and uncertainties that could cause actual results and performance to differ materially are described in the Company's most recently filed Annual Report on Form 10-K and other reports filed with the Securities and Exchange Commission from time to time under the headings "Risk Factors". Included among the risks and uncertainties that may impact future results are the risks of: losing one or more major customers, vendors, or licensees due to competition, inadequate quality of the Company's products, or otherwise; financial difficulties for one or more of the Company's major customers, vendors, or licensees, or an overall decrease in consumer spending; our products not being accepted in the marketplace due to quality concerns, changes in consumer preference and fashion trends, or otherwise; a failure to meet regulatory requirements, including those relating to product quality and safety; negative publicity, including as a result of product recalls or otherwise; a failure to protect the Company's intellectual property; various types of litigation, including class action litigation brought under various consumer protection, employment, and privacy and information security laws; a breach of the Company's consumer databases, systems, or processes; slow-downs, disruptions, or strikes in the Company's supply chain, including disruptions resulting from foreign supply sources, the Company's distribution centers, or in-sourcing capabilities; unsuccessful expansion into international markets or failure to successfully manage legal, regulatory, political and economic risks of the Company's existing international operations, including maintaining compliance with worldwide anti-bribery laws; failure to successfully integrate acquired businesses; fluctuations in foreign currency exchange rates; and an inability to obtain additional financing on favorable terms. The Company does not undertake any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise.