FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

Check this box if no longer subject to	STATEMENT (
Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	Filed purs

OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 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

(Fir	Name and Address of Reporting Person* D'Emilio Julie					2. Issuer Name and Ticker or Trading Symbol CARTERS INC [CRI]								eck all app Direct Office	,		Owner (specify	
CHTREE 800	,	(Middle)				3. Date of Earliest Transaction (Month/Day/Year) 02/16/2018								X Olitical (give title Other (specify below) EVP, Sales				
				4. If Amendment, Date of Original Filed (Month/Day/Year)						Lin	5. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
	Tabl	e I - Nor	n-Deriv	ative	Se	curitie	s Acq	juired,	Dis	posed o	f, or	Bene	eficial	ly Own	ed			
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		ar) i	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)					Securi Benefi Owner	ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Code	v	Amount	(A) or D)	Price	Transa	action(s)		(111511.4)	
Common Stock 02/1			02/16	6/2018	/2018		F		309(1)		D	\$12	21 15,797 ⁽²⁾		D			
Common Stock 02/			02/18	3/2018	/2018			F		327(1)		D	\$12	15,	431(3)(2)	D		
	Та													Owned				
erivative Conversion Date Execution or Exercise (Month/Day/Year) if any		Date,	Transaction Code (Instr. 8) Secuil Acqui (A) or Dispo of (D) (Instr. and 5		ative rities ired osed . 3, 4	Expiratio (Month/D	n Date	e ar)	Amour		ount	Derivative Security	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
A S S S	(St. Conversion of Exercise Price of Derivative	(State) (Table (Courity (Instr. 3) Stock Stock Conversion or Exercise Price of Derivative	(State) (Zip) Table I - Note of tock Table II - I (Conversion of Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year)	(State) (Zip) Table I - Non-Derive (Month/) Stock 02/16 Table II - Derivate (e.g., ptop ic Exercise Price of Derivative (Month/) 2. Trans Date (Month/) Table II - Derivate (e.g., ptop ic expression of Exercise (Month/) (Month/)Day/Year) 3. Transaction Date (Month/)Day/Year)	CHTREE ROAD NE OO A GA 30326 (State) (Zip) Table I - Non-Derivative Curity (Instr. 3) 2. Transaction Date (Month/Day/Yes Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 3. 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Date Exercisable and Expiration Date (Month/Day/Year) (Instr. 5) 8. Price of Derivative Security (Instr. 3) Amount or Number of Date (A) or Disposed Of (D) (Instr. 3, 4 and 5) Amount of Or Number Of Disposed Of (D) (Instr. 3, 4 and 5) Amount or Number Of Numbe	A GA 30326 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned curity (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/D	A GA 30326 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Curity (Instr. 3) Description of Code (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Price of Derivative Securities Securi	

Explanation of Responses:

- 1. The transaction reported in this Form 4 reflects withholding of shares of common stock to satisfy tax withholding obligations resulting from the vesting of restricted stock.
- 2. Some of these shares are restricted shares that are subject to either time-vesting or performance-based restrictions.
- 3. The amount of securities beneficially owned includes 39 fewer shares of common stock than would otherwise be reflected in order to remedy an inadvertent clerical error in previous Section 16 fillings for

Remarks:

/s/Michael C. Wu, Attorney-in-02/21/2018

Fact

** Signature of Reporting Person

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 4 (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.