

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK 0001484629
Filer CCC XXXXXXXXX
Is this a LIVE or TEST Filing? LIVE TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of Issuer CARTERS INC
SEC File Number 001-31829
Address of Issuer PHIPPS TOWER
3438 PEACHTREE ROAD NE SUITE 1800
ATLANTA
GEORGIA
30326

Phone 678-399-1000

Name of Person for Whose Account the Securities are To Be Sold Lynch Brian

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Former Officer

144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common	Merrill Lynch 3455 Peachtree Rd NE STE 1000 Atlanta GA 30326	37322	2635620.09	36498558	05/06/2024	NYSE

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition	Name of Person from	Is this	Date Donor	Amount of Securities	Date of Payment	Nature of Payment *
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		Transaction	Whom Acquired	a	Acquired	Acquired	
				Gift?			
Common	03/11/2011	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	1439	03/11/2011	Compensatory Payment
Common	05/06/2011	Vesting of a Stock Award	Cater's INC.	<input type="checkbox"/>	576	05/06/2011	Compensatory Payment
Common	12/02/2011	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	576	12/02/2011	Compensatory Payment
Common	02/16/2012	Vesting of a Stock Award	Cater's INC.	<input type="checkbox"/>	536	02/16/2012	Compensatory Payment
Common	02/24/2012	Vesting of Stock Awards	Carter's INC.	<input type="checkbox"/>	2729	02/24/2012	Compensatory Payment
Common	03/12/2012	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	1193	03/12/2012	Compensatory Payment
Common	02/18/2016	Vesting of Stock Awards	Carter's INC.	<input type="checkbox"/>	929	02/18/2016	Compensatory Payment
Common	02/19/2016	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	1172	02/19/2016	Compensatory Payment
Common	02/14/2019	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	428	02/14/2019	Compensatory Payment
Common	02/15/2019	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	459	02/15/2019	Compensatory Payment
Common	02/12/2021	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	801	02/12/2021	Compensatory Payment
Common	02/13/2021	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	849	02/13/2021	Compensatory Payment
Common	02/14/2021	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	452	02/14/2021	Compensatory Payment
Common	02/21/2021	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	314	02/21/2021	02/21/2021
Common	02/10/2022	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	1794	02/10/2022	02/21/2021
Common	02/12/2022	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	808	02/12/2022	Compensatory Payment
Common	02/13/2022	Vesting of a Stock Award	Cater's INC.	<input type="checkbox"/>	849	02/13/2022	Compensatory Payment
Common	02/21/2022	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	172	02/21/2022	Compensatory Payment
Common	02/25/2022	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	2549	02/25/2022	Compensatory Payment
Common	02/10/2023	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	1781	02/10/2023	Compensatory Payment
Common	02/12/2023	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	808	02/12/2023	Compensatory Payment
Common	02/13/2023	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	849	02/13/2023	Compensatory Payment
Common	02/16/2023	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	1506	02/16/2023	Compensatory Payment
Common	02/10/2024	Vesting of Stock Awards	Carter's INC.	<input type="checkbox"/>	9101	02/10/2024	Compensatory Payment
Common	02/12/2024	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	812	02/12/2024	Compensatory Payment
Common	02/16/2024	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	1513	02/16/2024	Compensatory Payment
Common	02/27/2024	Vesting of a Stock Award	Carter's INC.	<input type="checkbox"/>	2327	02/27/2024	Compensatory Payment

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Nothing to Report

144: Remarks and Signature

Remarks

Date of Notice

05/06/2024

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

Brian Lynch

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)