

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): January 15, 2009**

**Carter's, Inc.**

(Exact name of Registrant as specified in its charter)

**Delaware**  
(State or other  
jurisdiction  
of incorporation)

**001-31829**  
(Commission File  
Number)

**13-3912933**  
(I.R.S. Employer  
Identification No.)

**The Proscenium,  
1170 Peachtree Street NE, Suite 900  
Atlanta, Georgia 30309**  
(Address of principal executive offices, including zip code)

**(404) 745-2700**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 15, 2009, Carter's, Inc. (the "Company") issued a press release announcing that Richard F. Westenberger is joining the Company as its new Executive Vice President and Chief Financial Officer effective January 19, 2009. Mr. Westenberger will succeed Andrew B. North, the Company's Vice President of Finance, who served as Chief Financial Officer on an interim basis following the promotion of Michael D. Casey to Chief Executive Officer in August 2008.

Mr. Westenberger is joining the Company from Hewitt Associates, Inc., where he served as Vice President of Corporate Finance and Treasurer since 2006. Prior to Hewitt Associates, Inc., Mr. Westenberger was Senior Vice President and Chief Financial Officer of Land's End, Inc., a specialty apparel division of Sears Holdings Corporation. During his 10 years at Sears, Mr. Westenberger held various other senior financial management positions, including Vice President of Corporate Planning and Analysis and Vice President of Investor Relations. Prior to Sears, Mr. Westenberger was with Kraft Foods, Inc. He began his career at Price Waterhouse and is a certified public accountant.

A copy of the Company's press release is furnished herewith as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

Exhibits – The following exhibit is furnished as part of this Current Report on Form 8-K.

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release of Carter's, Inc., dated January 15, 2009

**Signature**

Pursuant to the requirements of the Securities Exchange Act of 1934, Carter's, Inc. has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

January 15, 2009

CARTER'S, INC.

By: /s/ Brendan M. Gibbons

Name: Brendan M. Gibbons

Title: Vice President, General  
Counsel, and Corporate  
Secretary



**Contact:**  
**Eric Martin**  
**Vice President, Investor**  
**Relations**  
**(404) 745-2889**

**CARTER'S NAMES RICHARD F. WESTENBERGER  
CHIEF FINANCIAL OFFICER**

Atlanta, Georgia, January 15, 2009 / PRNewswire – First Call / – Carter's, Inc. (NYSE:CRI), the largest branded marketer in the United States of apparel exclusive for babies and young children, announced today that Richard F. Westenberger is joining the Company as its Executive Vice President and Chief Financial Officer effective January 19, 2009. Mr. Westenberger will be responsible for developing and executing the Company's financial strategies, business analysis, financial reporting, and investor relations.

Mr. Westenberger joins the Company from Hewitt Associates, Inc., where he served as Vice President of Corporate Finance and Treasurer since 2006. Prior to Hewitt, Mr. Westenberger was Senior Vice President and Chief Financial Officer of Land's End, Inc., a specialty apparel division of Sears Holdings Corporation. During his 10 years at Sears, Mr. Westenberger held various other senior financial management positions, including Vice President of Corporate Planning and Analysis and Vice President of Investor Relations. Prior to Sears, Mr. Westenberger was with Kraft Foods, Inc. He began his career at Price Waterhouse and is a certified public accountant.

"I am very excited to have Richard join the Carter's team," said Michael D. Casey, Carter's Chief Executive Officer. "Richard's financial expertise and experience the specialty retail and wholesale businesses will further strengthen our management team and help us in our goal to continue to lead in the young children's space.

Mr. Westenberger is a graduate of the University of Notre Dame and received his Master of Business Administration degree from the University of Chicago. Mr. Westenberger will be relocating to Atlanta with his family.

About Carter's, Inc.

Carter's, Inc. is the largest branded marketer in the United States of apparel exclusively for babies and young children. The Company markets the *Carter's* and *OshKosh B'Gosh* brands, two of the most recognized brands in the marketplace. These brands are sold in more than 4,000 department and national chain stores and through more than 400 Company-operated stores. The *OshKosh B'Gosh* brand is also sold in more than 30 countries worldwide. The Company's *Child of Mine* and *Just One Year* brands are available at Wal-Mart and Target, respectively, and its *Genuine Kids* brand is sold at Target. Carter's is headquartered in Atlanta, Georgia. Additional information may be found at [www.carters.com](http://www.carters.com).

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