FO	RM 4	UNITE	D STATE	ES SECURITIES AND EXCHANGE COMMISSION										
			Washin	549			OMB APPROVAL							
Section 16. Form 4 or Form 5 obligations may continue. See				OF CHANGE	) of the	Securi	ities Exchange		HIP	OMB Number: 3235-0287 Estimated average burden hours per response: 0.5				
	ress of Reporting Per		. Issuer Name <b>and</b> Tick CARTERS INC	Symbol	(Cheo X	k all applicable Director	e)	ing Person(s) to Issuer 10% Owner Other (specify						
(Last) 3438 PEACH SUITE 1800	(First) FREE ROAD NE		Date of Earliest Trans 1/16/2020	/Day/Year)		X Officer (give title Other (specify below) below) Chairman and CEO								
(Street) ATLANTA (City)	GA (State)	30326 (Zip)	4	If Amendment, Date o	d (Month/Day/Y	6. Ind Line) X	ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person							
		Table I - No	on-Derivativ	ve Securities Acc	quired	l, Dis	sposed of,	or Ber	neficially	Owned				
Date			2. Transaction Date (Month/Day/Ye	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8) Code		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Amount       (A) or (D)			5. Amount of Securities Beneficially Owned Follo Reported Transaction( (Instr. 3 and	wing s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

## 11/16/2020 s 20,000<sup>(1)</sup> D \$85.04<sup>(3)</sup> 449,625<sup>(2)</sup> Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

М

20,000(1)

A

\$28.44

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy)	\$28.44	11/16/2020		М			20,000	02/24/2012	02/24/2021	Common Stock	20,000	\$0	20,000	D	

Explanation of Responses:

**Common Stock** 

Common Stock

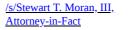
1. The transaction reported in this Form 4 was effectuated pursuant to a Rule 10b5-1 trading plan entered into on July 29, 2020.

11/16/2020

2. Some of these shares are restricted shares that are subject to either time-vesting or performance-based restrictions.

3. This is a weighted average price. The shares were sold in multiple trade executions at prices ranging from \$84.750 to \$85.250, inclusive. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

Remarks:



\*\* Signature of Reporting Person Date

11/17/2020

469,625(2)

D

D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $\ast$  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.

SEC Form 4