
**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): February 18, 2010

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

(d) Election of Directors

On February 18, 2010, the Board of Directors appointed Amy Woods Brinkley as a Director of Carter's, Inc. (the "Company"), effective immediately.

The Company compensates its Directors with a one-time grant of restricted common stock valued at \$100,000 subject to a three-year cliff vesting provision. In addition, at its annual meeting of shareholders, the Company provides its Directors with an annual grant of common stock valued at \$100,000 and an annual cash retainer of \$30,000. The Company also provides Directors with committee chair retainers and meeting fees.

A copy of the press release announcing Ms. Brinkley's appointment is filed as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits.

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

Exhibit Number	Description
99.1	Press Release issued by Carter's, Inc., on February 24, 2010 announcing the appointment of Amy Woods Brinkley to the Board of Directors.

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.

February 24, 2010

CARTER'S, INC.

By: /s/ BRENDAN M. GIBBONS
Name: Brendan M. Gibbons
Title: Senior Vice President of Legal and Corporate
Affairs, General Counsel, and Secretary



F. Westenberger
President &
Officer

Contact: Richard
Executive Vice
Chief Financial
(404) 745-2889

CARTER'S APPOINTS AMY WOODS BRINKLEY TO ITS BOARD OF DIRECTORS

ATLANTA, February 24 /Business Wire/ -- Carter's, Inc. (NYSE: CRI) today announced the appointment of Amy Woods Brinkley to its Board of Directors.

"We welcome Amy Brinkley to our Board of Directors," noted Michael D. Casey, Chairman and Chief Executive Officer. "Amy brings with her a wealth of experience and has a particular expertise in risk management, an area of increasing importance in today's business environment."

Ms. Brinkley recently retired from Bank of America after a career of more than 30 years. Among her many leadership roles with Bank of America, Ms. Brinkley served as its Chief Risk Officer from 2002 through mid-2009. In 1990, Ms. Brinkley was promoted to Executive Vice President, and later served as the company's marketing executive. In 1999, Ms. Brinkley was named President of the company's Consumer Products division, responsible for the credit card, mortgage, consumer finance, telephone, and e-commerce businesses.

In addition to joining the Carter's Board of Directors, Ms. Brinkley currently serves on the Bank of America Charitable Foundation Board of Directors, as a trustee for the Princeton Theological Seminary, and as a commissioner for the Carolinas HealthCare System.

Ms. Brinkley is a graduate of the University of North Carolina at Chapel Hill, and she was named to *Fortune* magazine's 50 Most Powerful Women in Business list nine consecutive years (2000-2008) and as *US Banker*'s most powerful woman in banking in 2005. In addition, Ms. Brinkley was cited by *The Wall Street Journal* and *Forbes* magazine as one of the leading women in business and has participated at the annual World Economic Forum in Davos, Switzerland.

About Carter's, Inc.

Carter's, Inc. is a leading provider of apparel and related products exclusively for babies and young children. The Company owns the *Carter's* and *OshKosh B'gosh* brands, two of the most recognized brands in the marketplace. These brands are sold in leading department stores, national chains, and specialty retailers domestically and internationally and through more than 400 Company-operated stores. The Company's *Child of Mine* and *Just One Year* brands are available at Walmart 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.