

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Gibbons Brendan M.</u>	2. Date of Event Requiring Statement (Month/Day/Year) 02/18/2010	3. Issuer Name and Ticker or Trading Symbol <u>CARTERS INC [ CRI ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP General Counsel &amp; Secretar</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
(Last) (First) (Middle) <u>1170 PEACHTREE STREET</u> <u>SUITE 900</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(Street) <u>ATLANTA GA 30309</u>			
(City) (State) (Zip)			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,085 <sup>(1)</sup>	D	
Common Stock	2,319 <sup>(2)</sup>	D	
Common Stock	2,750 <sup>(3)</sup>	D	
Common Stock	5,000 <sup>(4)</sup>	D	
Common Stock	2,000 <sup>(5)</sup>	D	

Table II - Derivative Securities Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Employee Stock Option (Right to Purchase)	(6)	02/19/2014	Common Stock	29,500	14.2	D
Employee Stock Option (Right to Purchase)	(6)	02/16/2016	Common Stock	2,800	34.32	D
Employee Stock Option (Right to Purchase)	(7)	02/15/2017	Common Stock	6,000	22.19	D
Employee Stock Option (Right to Purchase)	(8)	12/03/2017	Common Stock	6,000	22.79	D
Employee Stock Option (Right to Purchase)	(9)	03/12/2019	Common Stock	10,000	18.14	D
Employee Stock Option (Right to Purchase)	(10)	02/18/2020	Common Stock	5,000	28.04	D

## Explanation of Responses:

- These restricted shares, granted at no cost to the reporting person, are subject to restrictions that lapse in four equal annual installments beginning on February 16, 2007.
- These restricted shares, granted at no cost to the reporting person, are subject to restrictions that lapse in four equal annual installments beginning on February 15, 2008.
- These restricted shares, granted at no cost to the reporting person, are subject to restrictions that lapse in four equal annual installments beginning on December 3, 2008.
- These restricted shares, granted at no cost to the reporting person, are subject to restrictions that lapse in four equal annual installments beginning on March 12, 2010.
- These restricted shares, granted at no cost to the reporting person, are subject to restrictions that lapse in four equal annual installments beginning on February 18, 2011.
- These options are all exercisable.
- These time-vesting options are exercisable in four equal annual installments beginning on February 15, 2008.
- These time-vesting options are exercisable in four equal annual installments beginning on December 3, 2008.
- These time-vesting options are exercisable in four equal annual installments beginning on March 12, 2010.
- These time-vesting options are exercisable in four equal annual installments beginning on February 18, 2011.

## Remarks:

Brendan M. Gibbons03/01/2010

\*\* 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 5 (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.