SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

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 [*] Robinson Antonio | Requiring (Month/Da | 2. Date of Event Requiring Statement (Month/Day/Year) 03/01/2020 3. Issuer Name and Ticker or Trading Symbol CARTERS INC [CRI] | | | | | | | |
|--|--|--|---|---|---------------------------------------|---|---|--|--|
| (Last) (First) (Middle) 3438 PEACHTREE ROAD NE | | | 4. Relationship of Reporting Issuer (Check all applicable) | | | 5. If Amendment, Date of Original Filed (Month/Day/Year) | | | |
| SUITE 1800 | _ | | Director X Officer (give title below) | Other (below) | 10% Owner Other (specify below) | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting | | |
| (Street) ATLANTA GA 30326 | _ | | SVP, CS | R | | Person Form filed by More than One Reporting Person | | | |
| (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. Owne Form: D (D) or In (I) (Instr | irect direct | | . Nature of Indirect Beneficial Dwnership (Instr. 5) | | |
| Common Stock | | | 4,516 ⁽¹⁾ | E | | | | | |
| 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 | | Form: | 6. Nature of Indirect Beneficial Ownership (Instr. | |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Price of Derivative Security | | Direct (D) or Indirect (I) (Instr. 5) | 5) | |
| Employee Stock Option (Right to Purchase) | 02/14/2018 | 02/14/2027 | Common Stock | 1 ,03 4 ⁽²⁾ | 83.8 | 4 | D | | |
| Employee Stock Option (Right to Purchase) | 02/16/2017 | 02/16/2026 | Common Stock | 370 ⁽³⁾ | 90.6 | 6 | D | | |
| Employee Stock Option (Right to Purchase) | 02/21/2019 | 02/21/2028 | Common Stock | 1,508 ⁽²⁾ | 120.2 | 25 | D | | |

Explanation of Responses:

1. Some of these shares are restricted shares that are subject to time-vesting restrictions.

2. These time-vesting options are exercisable in four equal annual installments beginning one year from the grant date.

3. All of these options are exercisable.

Remarks:

/s/Stewart T. Moran, III,

03/09/2020

** Signature of Reporting Person

Attorney-in-Fact

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.