

**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): December 5, 2013

Carter's, Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware

*(States 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))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(b) Lisa A. Fitzgerald, Executive Vice President and Brand Leader for *OshKosh B'gosh*, will be leaving Carter's, Inc. on February 28, 2014. Brian J. Lynch, President of Carter's, Inc., formerly Brand Leader for *Carter's*, will assume Ms. Fitzgerald's responsibilities.

SIGNATURE

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

CARTER'S, INC.

December 5, 2013 **By:** /s/ Irina Braude

Name: Irina Braude

Title: Secretary