

**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): March 18, 2020

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.)

**Phipps Tower,
3438 Peachtree Road NE, Suite 1800
Atlanta, Georgia 30326**
(Address of principal executive offices, including zip code)

(678) 791-1000
(Registrant's telephone number, including area code)

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock par value \$0.01 per share	CRI	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure.

On March 18, 2020, Carter's, Inc. announced to its customers that with COVID-19 continuing to spread throughout the U.S., as a precautionary measure, Carter's will suspend its store operations in the United States beginning March 19, 2020. Carter's expects to reopen its stores in early April. A copy of the announcement is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information in the Current Report on Form 8-K is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report on Form 8-K shall not be incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended.

Item 9.01. Financial Statements and Exhibits.

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

<u>Exhibit Number</u>	<u>Description</u>
99.1	Announcement, dated March 18, 2020
101	Cover Page Interactive Data File - the cover page tags are embedded within the Inline XBRL document
104	The cover page from this Current Report on Form 8-K, formatted as Inline XBRL

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.

March 19, 2020

CARTER'S, INC.

By: /s/ Scott F. Duggan

Name: Scott F. Duggan

Title: *Senior Vice President, General Counsel and Secretary*



To Our Carter's Family,

We are thinking of you and your families as we are all adjusting to the challenges related to the coronavirus.

We are doing our best to stay informed and making decisions to support you and our employees.

For your safety and the safety of our store employees, we will suspend our store operations in the United States beginning tomorrow, Thursday, March 19. We expect to reopen our stores in early April. To support thousands of our dedicated store employees who will be affected by this decision, their compensation and benefits will continue during this temporary closure.

To support you, our brands will continue to be available 24/7 online at www.carters.com, www.oshkosh.com or www.skiphop.com.

We are grateful for your support of our brands which have served multiple generations of families with young children. Over the past 150 years, Carter's has weathered many storms and challenging world events. With your support, we will emerge from this latest challenge even stronger, and continue to fully serve you with the best value and experience in young children's apparel.

Best wishes to you and your families,

Michael D. Casey Chairman and CEO