

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK0001484629

Filer CCCXXXXXXXX

Is this a LIVE or TEST Filing?☒ LIVE ☐ TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of IssuerCARTERS INC

SEC File Number001-31829

Address of IssuerPHIPPS TOWER
3438 PEACHTREE ROAD NE SUITE 1800
ATLANTA
GEORGIA
30326

Phone678-399-1000

Name of Person for Whose Account the Securities are To Be SoldLynch Brian

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer

Officer

144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common	Merrill Lynch 3455 Peachtree Road NE Suite 1000 Atlanta GA 30326	12000	841339.00	36824808	11/03/2023	New York

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition	Name of Person from	Is this	Date Donor	Amount of Securities	Date of Payment	Nature of Payment *
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		Transaction	Whom Acquired	a Gift?	Acquired	Acquired	
Common	02/24/2012	Vesting of Restricted Stock Awards	CARTER'S, INC.	<input type="checkbox"/>	293	02/24/2012	Compensatory Payment
Common	03/12/2012	Vesting of Restricted Stock Awards	CARTER'S, INC.	<input type="checkbox"/>	246	03/12/2012	Compensatory Payment
Common	05/08/2012	Vesting of Restricted Stock Awards	CARTER'S, INC.	<input type="checkbox"/>	576	05/08/2012	Compensatory Payment
Common	03/12/2013	Vesting of Restricted Stock Awards	CARTER'S, INC.	<input type="checkbox"/>	1302	03/12/2013	Compensatory Payment
Common	02/22/2013	Vesting of Restricted Stock Awards	CARTER'S, INC.	<input type="checkbox"/>	3254	02/22/2013	Compensatory Payment
Common	02/15/2013	Vesting of Restricted Stock Awards	CARTER'S, INC.	<input type="checkbox"/>	515	02/15/2013	Compensatory Payment
Common	02/20/2014	Vesting of Restricted Stock Awards	CARTER'S, INC.	<input type="checkbox"/>	16	02/20/2014	Compensatory Payment
Common	02/16/2017	Vesting of Restricted Awards	CARTER'S, INC.	<input type="checkbox"/>	1688	02/16/2017	Compensatory Payment
Common	02/17/2017	Vesting of Restricted Stock Awards	CARTER'S, INC.	<input type="checkbox"/>	944	02/17/2017	Compensatory Payment
Common	02/20/2017	Vesting of Restricted Stock Awards	CARTER'S, INC.	<input type="checkbox"/>	1172	02/20/2017	Compensatory Payment
Common	02/23/2017	Vesting of Restricted Stock Awards	CARTER'S, INC.	<input type="checkbox"/>	1331	02/23/2017	Compensatory Payment
Common	02/22/2016	Vesting of Restricted Stock Awards	CARTER'S, INC.	<input type="checkbox"/>	521	02/22/2016	Compensatory Payment
Common	02/21/2022	Vesting of Restricted Stock Awards	CARTER'S, INC.	<input type="checkbox"/>	142	02/21/2022	Compensatory Payment

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Brian Lynch 3438 Peachtree Road NE Suite 1800 Atlanta GA 30326	Common	11/02/2023	4100	282014.00
Brian Lynch 3438 Peachtree Road NE	Common	11/03/2023	3400	235593.00

144: Remarks and Signature

Remarks

Date of Notice

11/03/2023

Date of Plan Adoption or Giving of Instruction, If Relying on Rule 10b5-1

08/04/2023

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

Brian J Lynch

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)