

PACIFICO JOSEPH  
Form 5  
February 10, 2009

# FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person \*  
**PACIFICO JOSEPH**

2. Issuer Name and Ticker or Trading Symbol  
**CARTERS INC [CRI]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**01/03/2009**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President**

**1170 PEACHTREE STREET, SUITE 900**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

**ATLANTA, GA 30309**

(City) (State) (Zip)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | (A) or (D) | Price       | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------------|--|--|-----------------------------------|
| Common Stock                    | 02/18/2008                           | ^  | G                              | 1,000<br>(1)  | D          | \$ 0<br>(2) | 279,088  | D  | ^                                 |
| Common Stock                    | 02/18/2008                           | ^  | G                              | 1,000<br>(1)  | D          | \$ 0<br>(2) | 278,088  | D  | ^                                 |
| Common Stock                    | 12/10/2008                           | ^  | G                              | 1,000<br>(1)  | D          | \$ 0<br>(2) | 277,088  | D  | ^                                 |
| Common Stock                    | 12/10/2008                           | ^  | G                              | 1,000<br>(1)  | D          | \$ 0<br>(2) | 276,088  | D  | ^                                 |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is F (I   |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |             |       |
|--|---------------|-----------|-------------|-------|
|  | Director      | 10% Owner | Officer     | Other |
| PACIFICO JOSEPH<br>1170 PEACHTREE STREET<br>SUITE 900<br>ATLANTA, GA 30309 | Â             | Â         | Â President | Â     |

## Signatures

/s/ Brendan M. Gibbons, Attorney-in-Fact for Joseph Pacifico 02/10/2009

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(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).
- Gift to family member not sharing the same household. Mr. Pacifico disclaims beneficial ownership of these securities, and this report
- (1) shall not be deemed an admission that Mr. Pacifico is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
  - (2) Mr. Pacifico received no consideration for the transfer of the securities, which were given as a gift.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.