

CARTERS INC  
Form 8-K  
May 11, 2005

---

**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) May 10, 2005**

**Carter s, Inc.**  
**The William Carter Company**  
*(Exact name of registrants as specified in their charter)*

**Delaware  
Massachusetts**

**001-31829  
333-22155**

**13-3912933  
04-1156680**

---

*(States or other jurisdiction  
of incorporation)*

*(Commission  
File Numbers)*

*(I.R.S. Employer  
Identification Nos.)*

**The Proscenium, 1170 Peachtree Street NE, Suite 900 Atlanta,  
Georgia**

**30309**

---

*(Address of principal executive offices)*

**Registrant s telephone number, including area code (404) 745-2700**

*(Zip 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 8.01: Other Events**

On May 10, 2005, Carter's, Inc. issued a joint press release with OshKosh B'Gosh, Inc. announcing that Carter's subsidiary, The William Carter Company, has entered into a definitive agreement to acquire OshKosh B'Gosh, Inc. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits.**

- (a) Not applicable.
- (b) Not applicable.
- (c) Exhibits The following exhibit is furnished as part of this Current Report on Form 8-K.

Exhibits

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release of Carter's, Inc. and OshKosh B'Gosh, Inc., dated May 10, 2005

**Signature**

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

Date: May 10, 2005

CARTERS, INC.

THE WILLIAM CARTER COMPANY

By:           /s/ MICHAEL D. CASEY          

Name: Michael D. Casey  
Title: Executive Vice President and  
Chief Financial Officer

---