## Edgar Filing: CARTERS INC - Form 4

CARTERS	INC										
Form 4	_										
May 07, 200									OMB AF	PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMMISSION	OMB Number:	3235-0287	
Check th			Washington, D.C. 2004)						Expires:	January 31,	
if no lon subject t Section Form 4	16. <b>SIAIEN</b>	ENT OF CHANGES IN BENEFICIAL OWN SECURITIES						ERSHIP OF	Estimated a burden hour response	ted average hours per	
Form 5 obligatio may con <i>See</i> Instr 1(b).	ons Section 17(	a) of the I	Public U		lding Coi	npan	y Act of	Act of 1934, 1935 or Section )			
(Print or Type	Responses)										
1. Name and A WHETZEL	2. Issuer Name <b>and</b> Ticker or Trading Symbol CARTERS INC [CRI]					5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (A	Middle)	3. Date of	of Earliest T	ransaction			(Check	eck all applicable)		
C/O CART PROSCEN PEACHTR 900	(Month/Day/Year) 05/03/2007					Director 10% Owner X Officer (give title Other (specify below) below) Executive VP - Global Sourcing					
				Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
ATLANTA	, GA 30309							Form filed by Mo Person			
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Secu	rities Acqu	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactic Code (Instr. 8) Code V	omr Dispos (Instr. 3, 4	ed of (		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	05/03/2007			S	25,000	D	\$ 25.9781	412,020	D		
Common Stock	05/04/2007			S	30,000	D	\$ 25.8264	382,020	D		
Common Stock	05/07/2007			S	20,000	D	\$ 25.7604	362,020	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not

(9-02)

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#### required to respond unless the form displays a currently valid OMB control number.

### 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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. F Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy)	\$ 22.01					<u>(1)</u>	05/13/2015	Common Stock	60,000	
Employee Stock Option (Right to Buy)	\$ 3.08					(2)	08/15/2011	Common Stock	389,688	

## **Reporting Owners**

Reporting Owner Name / Address		Relationships						
FB	Director	10% Owner	Officer	Other				
WHETZEL CHARLES C/O CARTER'S, INC., 1170 PEACHTREE STR ATLANTA, GA 30309			Executive VP - Global Sourcing					
Signatures								
/s/ Charles E. Whetzel, Jr.	05/07/2007							
<u>**</u> 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).
- (1) These options are time options exercisable in four equal installments beginning on May 13, 2006.
- (2) These options are all exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space 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.