

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF GEORGIA**

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In re	)	
CARTER’S, INC.	)	
SECURITIES LITIGATION	)	Civil Action No. 1:08-CV-2940-AT
	)	
	)	

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**SUMMARY NOTICE OF PENDENCY OF CLASS ACTION AND  
PROPOSED PARTIAL SETTLEMENT AND MOTION FOR  
ATTORNEYS’ FEES AND EXPENSES**

TO: ALL PERSONS WHO PURCHASED THE PUBLICLY TRADED SECURITIES OF CARTER’S, INC. DURING THE PERIOD FROM MARCH 16, 2005 THROUGH NOVEMBER 10, 2009, INCLUSIVE, AND WERE ALLEGEDLY DAMAGED THEREBY (THE “SETTLEMENT CLASS”).

YOU ARE HEREBY NOTIFIED, pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the Court, that the above-captioned action has been preliminarily certified as a class action and that a partial settlement for \$20 million has been proposed with Carter’s, Inc., Frederick J. Rowan, II, Joseph Pacifico, Michael D. Casey, Andrew North, Charles E. Whetzel, Jr., and Joseph M. Elles (collectively, the “Settling Defendants”). The case will continue against defendant PricewaterhouseCoopers LLP. A hearing will be held before the Honorable Amy Totenberg of the United States District Court for the Northern District of Georgia in the Richard B. Russell Federal Building and United States Courthouse, 75 Spring Street, SW, Atlanta, GA 30303-3309, at 11:00 a.m., on

May 31, 2012, in Courtroom 2308 to, among other things, determine whether the proposed settlement should be approved by the Court as fair, reasonable and adequate, determine whether the proposed plan of allocation for distribution of the settlement proceeds should be approved as fair and reasonable, and to consider the application of Lead Counsel for attorneys' fees and reimbursement of expenses. The Court may change the date of the hearing without providing another notice.

IF YOU ARE A MEMBER OF THE SETTLEMENT CLASS DESCRIBED ABOVE, YOUR RIGHTS WILL BE AFFECTED AND YOU MAY BE ENTITLED TO SHARE IN THE SETTLEMENT PROCEEDS. If you have not yet received the full printed Notice of Pendency of Class Action and Proposed Partial Settlement and Motion for Attorneys' Fees and Expenses ("Notice") and a Proof of Claim and Release form ("Proof of Claim"), you may obtain copies of these documents by contacting the Claims Administrator:

*In re Carter's, Inc. Securities Litigation*  
Claims Administrator  
P.O. Box 5110  
Portland, OR 97208-5110  
  
(866) 833-7918  
**[www.carterssecuritieslitigation.com](http://www.carterssecuritieslitigation.com)**

The Claims Administrator can also help you if you have questions about these documents. Inquiries, other than requests for the forms of Notice and Proof of Claim or help with a claim, may be made to Lead Counsel:

Labaton Sucharow LLP  
Jonathan Gardner  
140 Broadway  
New York, New York 10005  
(888) 219-6877

[www.labaton.com](http://www.labaton.com) or [settlementquestions@labaton.com](mailto:settlementquestions@labaton.com)

If you are a Settlement Class Member, to be eligible to share in the distribution of the settlement proceeds you must submit a Proof of Claim postmarked no later than June 1, 2012. To exclude yourself from the Settlement Class, you must submit a written request for exclusion in accordance with the instructions set forth in the Notice such that it is received or postmarked no later than May 10, 2012. If you are a Settlement Class Member and do not exclude yourself from the Settlement Class, you will be bound by the Final Order and Judgment of the Court. Any objections to the Settlement, plan of allocation or Lead Counsel's application for attorneys' fees and reimbursement of expenses must be filed with the Court and served on counsel for the Settling Parties in accordance with the instructions set forth in the Notice, such that they are received or postmarked no later than May 10, 2012. If you are a Settlement Class Member and do not submit an acceptable Proof of Claim, you will not share in the Settlement but you nevertheless will be bound by the Final Order and Judgment of the Court.

Further information may be obtained by contacting the Claims Administrator.

Dated: January 19, 2012

By Order of The Court  
United States District Court  
Northern District of Georgia