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**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): August 12, 2010**

**Crown Crafts, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other Jurisdiction of  
Incorporation)

**1-7604**

(Commission File Number)

**58-0678148**

(IRS Employer Identification No.)

**916 South Burnside Avenue, Gonzales, LA**

(Address of Principal Executive Offices)

**70737**

(Zip Code)

Registrant's telephone number, including area code: **(225) 647-9100**

(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))
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Item 7.01. Regulation FD Disclosure.

Beginning on August 12, 2010, certain employees of Crown Crafts, Inc. (the “Company”) are scheduled to participate in conferences and meetings with potential investors and other parties by presenting the information contained in the slide show and fact sheet attached to this Current Report on Form 8-K as Exhibits 99.1 and 99.2, respectively.

The Company is furnishing the text of the slide show and fact sheet pursuant to Regulation FD of the Securities and Exchange Commission (“SEC”). This information is furnished pursuant to Item 7.01 of Form 8-K and shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section, unless we specifically incorporate it by reference in a document filed under such Act. The Company expects to use the slide show and fact sheet, in whole or in part, and possibly with modifications, in connection with presentations to, and communications with, investors, analysts and others.

By filing this report and furnishing this information, the Company makes no admission as to the materiality of any information in this report that is required to be disclosed solely by reason of Regulation FD. The information contained in the slide show and fact sheet is summary information that is intended to be considered in the context of the Company’s SEC filings and other public announcements that the Company may make, by press release or otherwise, from time to time. The Company undertakes no duty or obligation to publicly update or revise the information contained in this report, although the Company may do so from time to time as management believes is warranted. Any such updating may be made through the filing of other reports or documents with the SEC, through press releases or through other public disclosure.

This report contains forward-looking statements within the meaning of the Securities Act of 1933, the Securities Exchange Act of 1934 and the Private Securities Litigation Reform Act of 1995, each as amended. Such statements are based upon management’s current expectations, projections, estimates and assumptions. Words such as “expects,” “believes,” “anticipates” and variations of such words and similar expressions identify such forward-looking statements. Forward-looking statements involve known and unknown risks and uncertainties that may cause future results to differ materially from those suggested by the forward-looking statements. These risks include, among others, general economic conditions, including changes in interest rates, in the overall level of consumer spending and in the price of oil, cotton and other raw materials used in the Company’s products, changing competition, changes in the retail environment, the level and pricing of future orders from the Company’s customers, the Company’s dependence upon third-party suppliers, including some located in foreign countries with unstable political situations, the Company’s ability to successfully implement new information technologies, customer acceptance of both new designs and newly-introduced product lines, actions of competitors that may impact the Company’s business, disruptions to transportation systems or shipping lanes used by the Company or its suppliers, and the Company’s dependence upon licenses from third parties. Reference is also made to the Company’s periodic filings with the SEC for additional risk factors that may impact the Company’s results of operations and financial condition. The Company does not undertake to update the forward-looking statements contained herein to conform to actual results or changes in the Company’s explanations, whether as a result of new information, future events or otherwise.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 Slide Show to be presented at conferences and meetings beginning on August 12, 2010.

99.2 Fact Sheet to be presented at conferences and meetings beginning on August 12, 2010.

SIGNATURES

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

CROWN CRAFTS, INC.

Date: August 12, 2010

/s/ Olivia W. Elliott  
Olivia W. Elliott  
Vice President and Chief Financial Officer

Exhibit Index

<u>Exhibit No.</u>	<u>Exhibit Description</u>
99.1	Slide Show to be presented at conferences and meetings beginning on August 12, 2010.
99.2	Fact Sheet to be presented at conferences and meetings beginning on August 12, 2010.



CROWN CRAFTS, INC.

Wall Street Research  
Small-Cap Conference

August 12, 2010



## Cautionary Notice Regarding Forward-Looking Statements

This presentation contains forward-looking statements by Crown Crafts, Inc. (the "Company") within the meaning of the Securities Act of 1933, the Securities Exchange Act of 1934, the Private Securities Litigation Reform Act of 1995, and all Rules and Regulations issued thereto. Such statements are based upon management's current expectations, projections, estimates and assumptions. Words such as "expects," "believes," "anticipates" and variations of such words and similar expressions identify such forward-looking statements. Forward-looking statements involve known and unknown risks and uncertainties that may cause future results to differ materially from those suggested by the forward-looking statements. These risks include, but are not limited to, general economic conditions, including changes in interest rates, the overall level of consumer spending and the price of oil, cotton and other raw materials used in the Company's products, changing competition, changes in federal and state governmental regulations with respect to the consumer products industry, changes in the retail environment, the level and pricing of future orders from the Company's customers, the Company's dependence upon third-party suppliers, including some located in foreign countries with unstable political climates, the Company's ability to successfully implement new information technologies, customer acceptance of both new designs and newly-introduced product lines, actions of competitors that may impact the Company's business, disruptions to transportation systems or shipping lanes used by the Company or its suppliers, and the Company's dependence upon licenses from third parties. Reference is also made to the Company's periodic filings with the Securities and Exchange Commission for additional risk factors that may impact the Company's results of operations and financial condition. The Company does not undertake to update the forward-looking statements contained herein to conform to actual results or changes in our expectations, whether as a result of new information, future events or otherwise.



# Corporate Overview





## Crown Crafts Growth Timeline

2001

- Company delisted, stock price at \$0.09 after loss of \$114 million over three years
- E. Randall Chestnut named CEO & Chairman in July
- Company sold unprofitable lines
- Structured as two operating subsidiaries, Crown Crafts Infant Products, Inc. and Hamco, Inc

2006

- Completed debt restructuring which prevented extreme dilution
- Began selective acquisition growth strategy
- Acquired Kimberly Grant brand in December, expanding upscale and specialty distribution channels

2007

- March NASDAQ listing
- August share repurchase authorization
- November acquisition of infant & toddler lines from Springs Global US

2009

- July acquisition of Neat Solutions® strengthened market position in toddler consumer product category. Also opened quick serve and casual dining channels.

2010

- February dividend reinstated
- May acquisition of the Bibsters® line of disposable bibs from The Procter & Gamble Co.
- July entry into pet industry
- Hired Director of International Sales in July
- Stock trading at \$4.34 as of August 4, 2010





## Proven Management Team with Significant Industry Expertise

**E. Randall Chestnut**  
Chairman, President & CEO

- Led successful transformation and complete financial turnaround of Company
- Elected to Board in 1995
- 22 years experience: Beacon Manufacturing, Wiscasset Mills Company

**Olivia Elliott**  
Vice President and Chief Financial Officer

- CPA with 19 years public accounting experience
- Served as Company's Secretary and Treasurer from 2001-2008
- Formerly served as corporate controller of Amedisys

**Nanci Freeman**  
President and Chief Executive Officer  
Crown Crafts Infant Products, Inc.

- Extensive experience in the infant & juvenile industry
- 23 years with Red Calliope until purchase by Crown Crafts
- President and CEO of CCIP since 1999



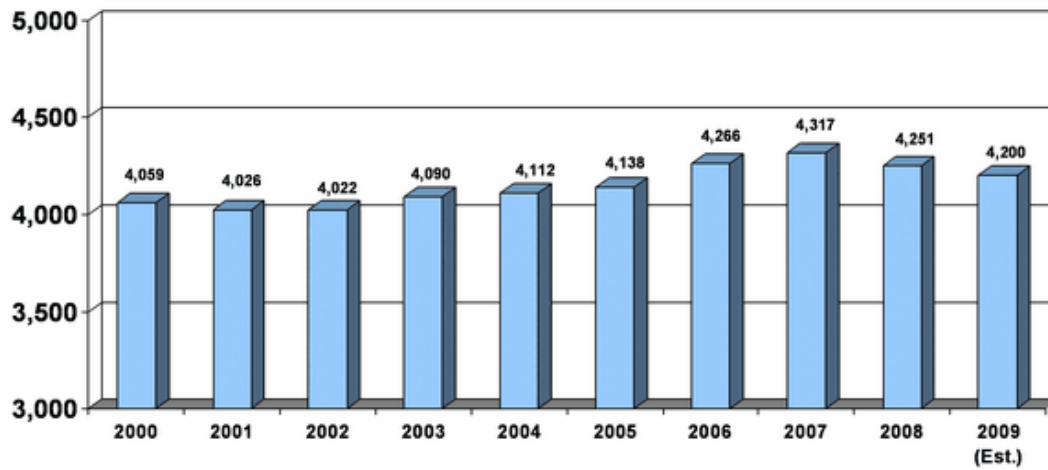
# Industry Statistics





## Live Births 2000 - 2009

Based on data from the National Center for Health Statistics (In thousands)



- Birth Rates declined 2% in 2008, which was the first decline since 2002.
- First-time births create ongoing demand - 40% of births are to first-time parents, who spend more than they do on subsequent births
- Grandparents are #2 purchasers of baby durables.



## **Company Structure, Strengths and Future Strategies**





## Crown Crafts Infant Products

- Leading manufacturer of infant and toddler bedding, blankets, and accessories to mass and specialty markets
- Premier supplier of nursery décor and accessories producing innovative, cutting-edge products for every relevant channel of distribution
- Strong product sales in all key accounts across the country
- Extensive branded and licensed portfolio
- December 2006 Kimberly Grant brand acquisition expands upscale and specialty market
- November 2007 acquisition of infant and toddler product lines of Springs Global US, Inc. significantly expands toddler business and solidifies company's leadership position in toddler bedding category.
  - ✓ Purchased for approximately \$11 million; added approximately \$25 million in net sales, \$3.5 million in pre-tax net income, and \$0.19 diluted earnings per share annually
- Company brand sales increased by approximately 22% in fiscal 2010 compared to 2009



## Crown Crafts Infant Products





## Hamco, Inc.

- Leading designer, producer and marketer of infant and toddler bib, bath and disposable products
- Significant market share in the bib category
- Founded in 1984 and acquired by the Company in 1997
- Known for its extensive proprietary design expertise
- Acquired the assets of Neat Solutions® in 2009 and Bibsters® in 2010
  - ✓ Opened the disposable products market -- bibs, toilet seat covers, diaper changing pads, floor mats and car seat covers
  - ✓ Acquisitions expected to add a combined \$7.0 million in annual net sales and contribute more than 30% of net sales to EBITDA after integration and acquisition costs
- Commitment to excellence in quality, customer service and competitive pricing







# HAMCO PRODUCTS







## Neat Solutions®

- Founded in 1995; assets acquired by Hamco in July 2009
- Leading designer, producer and marketer of infant and toddler products, with a focus on products that provide convenience and germ protection

Disposable Stick-on Placemats

Disposable Toilet Seat Covers

Disposable Floor Mats

Disposable Changing Mats

Disposable Bibs

Reusable Floor Mats

- Recipient of multiple awards for its Table Topper® and Potty Topper® products
- More than 95% market share, with distribution in grocery and drug stores, restaurants, specialty stores and mass market retailers





## Neat Solutions® Products



### table topper



### potty topper



### floor topper





## Bibsters®

- Bibsters® disposable bibs were launched by Procter and Gamble in February 2003 and acquired by Hamco in May 2010 -- provides a disposable bib solution for Moms "on the go"
- Bibsters® product line includes:

16 Count Toddler Pocket Bib	4 Count Trial and Travel Size
32 Count Toddler Pocket Bib	20 Count Infant Bib
- Dominant market share in the disposable bib category, with retail placement at Mass, Mid-Tier, Grocery & Drug and top e-tailers
- Strong complement to Neat Solutions' disposable product line acquired in 2009





## Bibsters® Products





## Leveraging Distinctive Strengths to Create Long-term Growth

- Sourcing expertise and experience
  - ✓ Crown Crafts takes full advantage of shifts in the global economy, sourcing from several countries including China, Thailand and India.
  - ✓ Crown Crafts has developed strong relationships with many manufacturers and contractors to bring the industry's very best quality, pricing and speed to the market.
- Strong retail relationships
- Minimal sales cycle seasonality
- Creative product development and design
- Licensing experience and relationships
- Strong and stable infrastructure
- Impressive history of making the right acquisition at the right time, paying the right price, and achieving successful post-acquisition integration and realization of synergies
- Trust, confidence and support of lender, permitting ready access to acquisition financing



## High Quality Licenses







## Company-Owned Brands





## Private Label Programs

**Walmart**  
Save money. Live better.

**Parent's  
Choice®**

**TARGET**



**BABIES'R'US**  
The Baby Superstore

**TOYS'R'US**







## Dominant Retail Distribution



- *Infant products distribution is highly concentrated.*
- *Crown Crafts' sales to major stores is proportionate to overall market.*



# Targeted Go-Forward Strategic Plan

## ***Aggressive five-year strategic plan to drive top-tier sales growth and profitability***

### ***•Diversify channels of distribution –***

- ✓ International Sales have increased 164% in fiscal 2010 versus fiscal 2009
- ✓ New Director of International Sales appointed in 2010

### ***•Diversify product categories***

- ✓ Acquisitions of Neat Solutions® and Bibsters® provided entry into disposable products market
- ✓ Seek strategic acquisition candidates for continued product diversification
- ✓ Entry into pet industry with Neat Solutions® for Pets
- ✓ Springs acquisition raised market share of toddler bedding to 50%

### ***•Elevate and leverage Company brands***

- ✓ Brand sales have increased by approximately 22% in fiscal 2010 over fiscal 2009.

### ***•Optimize operational efficiencies***

- ✓ Continue internal capital creation through efficient management





## Neat Solutions® for Pets

- Organic growth opportunity in \$50 billion pet industry (doubled in size in the last 10 years)
  - ✓ 39% of U.S households own at least one dog and 33% of U.S. households own at least one cat  
(source: American Pet Products Manufacturers Association 2009-2010 National Pet Owners Survey)
- Perfect fit for Crown Crafts Infant Products to further the Company's strategy to elevate the Neat Solutions® brand
- Leverages the following existing Company competencies with pet industry experience:
  - ✓ Expertise in softline products
  - ✓ Capabilities in design, fabrication and procurement
  - ✓ Keen understanding of pet parents' spending patterns
- September 2010 debut at the Super Zoo Expo in Las Vegas, NV
- Product offerings will concentrate on dogs and cats
  - \* Beds
  - \* Bolsters
  - \* Kennel Mats
  - \* Protective and Decorative Throws





## Neat Solutions® for Pets Products





## Financial Highlights





## Operating Highlights

(in thousands, except percentages and per share data)

	Three Months Ended	
	June 27, 2010	June 28, 2009
Net sales	\$ 17,167	\$ 17,735
Gross profit	4,291	3,975
Gross profit percentage	25.0%	22.4%
Income from operations	1,276	1,089
Income from continuing operations before income taxes	1,186	899
Income tax expense	455	340
Income from continuing operations after income taxes	731	559
Loss from discontinued operations – net of income taxes	(5)	(21)
Net income	726	538
Basic earnings per share	\$ 0.08	\$ 0.06
Diluted earnings per share	\$ 0.08	\$ 0.06
Weighted Average Shares Outstanding:		
Basic	9,246	9,209
Diluted	9,349	9,379



## Operating Highlights

(in thousands, except percentages )

	2006	2007	2008	2009	2010	2011 (Forecast)
<b>Adjusted EBITDA</b>						
Net income (loss)	\$ 7,967	\$ 7,601	\$ 4,353	\$ (17,086)	\$ 4,780	\$ 6,125
Interest expense	3,046	1,362	775	1,089	692	380
Interest income	(71)	(108)	(12)	(139)	(17)	-
Income tax (benefit) expense on continuing operations	(3,968)	3,640	2,828	1,133	3103	3790
Income tax benefit on discontinued operations	-	(322)	(82)	(31)	(69)	(15)
Depreciation	479	452	349	285	286	300
Amortization	-	107	784	1,745	1,544	1,200
<b>EBITDA</b>	<b>7,453</b>	<b>12,732</b>	<b>8,995</b>	<b>(13,004)</b>	<b>10,319</b>	<b>11,780</b>
One-time event	-	(4,069)	-	22,978	154	-
<b>Adjusted EBITDA</b>	<b>\$ 7,453</b>	<b>\$ 8,663</b>	<b>\$ 8,995</b>	<b>\$ 9,974</b>	<b>\$ 10,473</b>	<b>\$ 11,780</b>
<b>Year over year percentage increase</b>		16.2%	3.8%	10.9%	5.0%	12.5%
Net sales from continuing operations	\$ 72,629	\$ 69,250	\$ 74,887	\$ 87,398	\$ 86,066	\$ 95,000
Net sales from discontinued operations	-	2,738	52	-	-	-
<b>Net Sales</b>	<b>\$ 72,629</b>	<b>\$ 71,988</b>	<b>\$ 74,939</b>	<b>\$ 87,398</b>	<b>\$ 86,066</b>	<b>\$ 95,000</b>
<b>Adjusted EBITDA as a percentage of net sales</b>	<b>10.3%</b>	<b>12.0%</b>	<b>12.0%</b>	<b>11.4%</b>	<b>12.2%</b>	<b>12.4%</b>





## Debt Balances

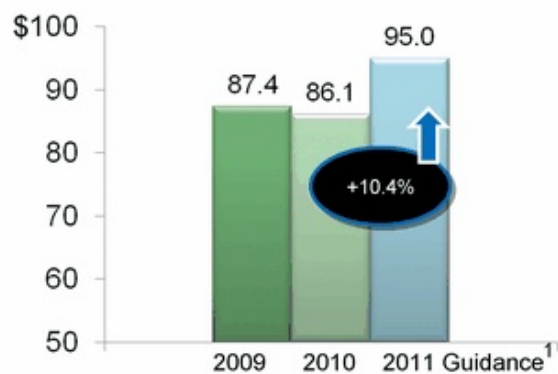
(In millions)



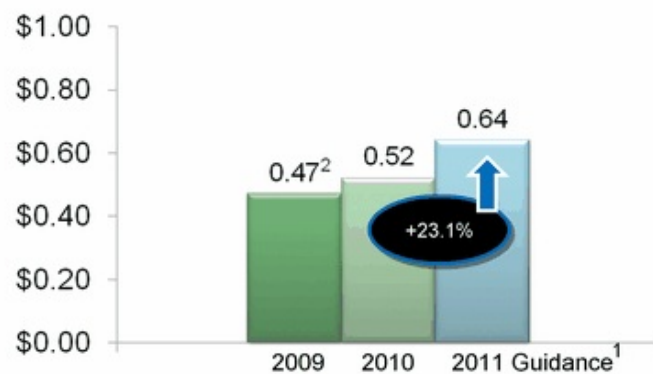




## Fiscal Year 2011 Guidance



**Net Sales**  
(in millions)



**Diluted Earnings Per Share**

**Notes**

1: Most recent 2011 guidance provided on 8/3/10 exclusive of proxy costs.

2: Fiscal year 2009 diluted earnings per share exclusive of goodwill impairment charge.



## For Additional Information

Attendees and other viewers of the preceding presentation are advised to read all reports and other filings made by the Company with the Securities and Exchange Commission under the Securities Act of 1933, as amended, and the Securities Exchange Act of 1934, as amended. Copies of these filings may be obtained, without charge, by directing a request to Halliburton Investor Relations, 14651 Dallas Parkway, Suite 800, Dallas, TX 75254, or at [www.sec.gov](http://www.sec.gov).

### Use of Non-GAAP Financial Measures

In addition to the Company's presentation of its results of operations in conformity with accounting principles generally accepted in the United States of America ("GAAP"), the Company has also presented certain measures of its performance which are not determined in accordance with GAAP. These non-GAAP financial measures include the presentation of its debt on a net-of-cash basis, EBITDA and Adjusted EBITDA, which excludes a gain on debt restructuring in fiscal 2007, a goodwill impairment charge in fiscal 2009 and impairment charges associated with an asset held for sale in fiscal years 2009 and 2010. The Company uses Adjusted EBITDA internally to monitor the Company's operating results and cash flow and to evaluate the performance of its businesses. The Company believes that the presentation of Adjusted EBITDA provides useful information and is an important indicator of the Company's ability to generate cash sufficient to reduce debt, declare and pay dividends, make strategic investments, meet capital expenditures and working capital requirements and otherwise meet its obligations as they become due. The items excluded from Adjusted EBITDA are significant components in understanding and assessing the Company's financial performance. In addition, although the Company analyzes its debt position internally on a net-of-cash basis, GAAP permits such an offsetting presentation of these amounts only in limited circumstances. The non-GAAP measures are provided as supplemental information and should be considered in addition to, and not as a substitute for, such GAAP measures as the Company's debt balances, its net income or loss, cash flow provided by or used in operating, investing or financing activities, and other measures of financial performance and liquidity reported in accordance with GAAP. Because these non-GAAP financial measures are not calculated in accordance with GAAP, companies typically calculate them in varying ways. Therefore, the non-GAAP financial measures, as presented by the Company, may not be comparable to similarly titled measures of other companies.



## CORPORATE FACT SHEET

### CORPORATE PROFILE

Crown Crafts, Inc., founded in 1957, designs, markets and distributes infant, toddler and juvenile consumer products. It is one of America's largest providers of infant bedding, bibs and bath items. The Company's product portfolio includes crib and toddler bedding, blankets, nursery accessories, room décor, burp cloths, bathing accessories, reusable and disposable bibs and placemats, floor mats, toilet seat covers and changing mats. Crown Crafts operates indirectly through its wholly owned subsidiaries, Crown Crafts Infant Products, Inc. in California, and Hamco, Inc. in Louisiana.

Sales are generally made directly to retailers, mass merchants, large chain and specialty stores, mid-tier retailers, juvenile specialty stores, wholesale clubs and catalog and Internet retailers. These products include licensed and branded collections as well as exclusive private label programs for certain customers. Crown Crafts products are manufactured primarily in Asia, with a representative office in China to coordinate production efficiencies, social compliance, quality, and to seek new vendor opportunities.

Crown Crafts' products are marketed through a national sales force, with sales offices located in California, Louisiana, and Arkansas. New products are introduced each year at the annual ABC Kids Expo and the General Merchandising and Health Beauty Wellness conferences as well as trade shows for children's products and various other gift shows. Private label products are introduced throughout the year.

#### Crown Crafts Infant Products

- Leading manufacturer of infant and toddler bedding, blankets and accessories
- Premier supplier of nursery décor and accessories, producing fashion-forward products for every relevant distribution channel
- Innovative July 2010 product launch of Neat Solutions for Pets—a new line of pet beds and accessories
- Acquired Springs Global US infant and toddler product lines in November 2007
- Acquired Kimberly Grant brand in December 2006

#### Hamco

- Leading designer, producer and marketer of infant and toddler bib, bath and disposable products
- Significant bib category market share
- Extensive proprietary design expertise
- Entered disposable products market with the 2009 Neat Solutions® acquisition and the 2010 acquisition of Bibsters®
- Neat Solutions® provides more than 95% market share in their offerings of infant disposable products

### CORPORATE OFFICE

Crown Crafts, Inc.  
916 South Burnside Ave.  
Gonzales, LA 70737

(800) 433-9560  
(225) 647-9100

[www.crowncrafts.com](http://www.crowncrafts.com)

### INVESTMENT DATA

Crown Crafts, Inc. is listed on the NASDAQ Capital Market (CRWS).

**Market Capitalization:**  
\$39.14 million

**Shares Outstanding:**  
9.25 million

**Fiscal Year Ends:**  
Sunday nearest March 31

**Recent Price:**  
\$4.23

*Information as of 7/30/10*



Crown Crafts Infant Products, Inc.  
*A Crown Crafts Company*



## CROWN CRAFTS, INC. CORPORATE FACT SHEET

### OPERATIONAL AND FINANCIAL HIGHLIGHTS — FISCAL YEAR 2010

- In the midst of the challenging economic environment, the Company delivered a 23% increase in shareholders' equity and achieved its highest Adjusted EBITDA since 1998 of \$10.5 million.
- Instituted quarterly dividend payout of \$0.02 per share
- International sales grew 164% compared to fiscal year 2009 and now exceed 10% of branded products' total sales.
- Maintained a strong balance sheet, with debt reduced from \$48 million in 2001 to \$5.1 million at the end of fiscal 2010, of which \$3.8 million is non-interest bearing.
- Successfully integrated July 2009 acquisition of Neat Solutions, Inc., further expanding product line offering and diversifying end-markets.

### INVESTMENT HIGHLIGHTS

- Sourcing expertise and experience
- Strong relationships with multiple manufacturers and contractors to bring the industry's best quality, pricing and speed to the market.
- Currently source from several countries, including China, Thailand and India.
- Extensive licensing experience and relationships - - Strong retail relationships
- Minimal sales cycle seasonality
- Strong and stable infrastructure
- Proven track record of successful post-acquisition integration and realization of financial and operational synergies

### **Crown Crafts, Inc. and Subsidiaries Non-GAAP Reconciliation of Net Income to Adjusted EBITDA**

<i>In Thousands</i>	<b>Forecasted Twelve Months Ending April 3, 2011</b>	<b>Twelve Months Ended March 28, 2010</b>
Net income	\$ 6,125	\$ 4,780
Interest expense	380	692
Interest income	—	(17)
Income tax expense	3,775	3,034
Depreciation	300	286
Amortization	1,200	1,544
Impairment charge — asset held for sale	—	154
<b>Adjusted EBITDA</b>	<b>\$ 11,780</b>	<b>\$ 10,473</b>

### **CLIENT BASE**

Crown Crafts' customers are mass merchants, mid-tier retailers, juvenile specialty stores, value channel stores, grocery and drug stores, restaurants, internet accounts, wholesale clubs and catalogue retailers. The company's largest customers are:

- Wal-Mart Stores, Inc.
- Babies 'R Us / Toys 'R US
- Target Corp.

