
**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): April 24, 2009

Crown Crafts, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware	1-7604	58-0678148
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)
916 South Burnside Avenue, Gonzales, LA		70737
(Address of Principal Executive Offices)		(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 (*see* General Instruction A.2. below):

- ☐ 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.

On April 24, 2009, management of Crown Crafts, Inc. (the “Company”) will participate in the 13th Annual Burkenroad Reports Investment Conference (the “Conference”) at the Chateau Bourbon Hotel in New Orleans, Louisiana, by presenting the information contained in those slides attached to this Current Report on Form 8-K as Exhibit 99.1. Burkenroad Reports is an investment research course conducted at Tulane University’s A.B. Freeman School of Business. The Company is furnishing the text of the slides pursuant to the Securities and Exchange Commission’s (“SEC”) Regulation FD. 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 these slides, in whole or in part, and possibly with modifications, in connection with the presentation to, and communications with, investors, analysts and others at the Conference.

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 slides 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 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 the Conference on April 24, 2009

SIGNATURE

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

CROWN CRAFTS, INC.

By: /s/ Olivia W. Elliott

Olivia W. Elliott,

Vice President and Chief Financial Officer

Dated: April 24, 2009

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Exhibit</u>
99.1	Slide Show to be presented at the Conference on April 24, 2009

CROWN CRAFTS, INC.



NASDAQ-CM: CRWS

Burkenroad Conference

April 24, 2009

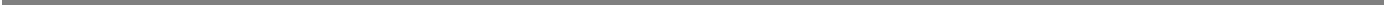
New Orleans, LA



This presentation contains forward-looking statements 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 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



Company History

- Crown Crafts was founded in 1958 as a privately-held textile manufacturer.
- The Company went public in 1968.
- The Company was de-listed in 2001 after posting \$114 million in net losses.
- In 2000 and 2001, the Company sold unprofitable businesses and reinvented itself as an infant consumer products company. The Company now has two operating subsidiaries, Crown Crafts Infant Products, Inc. and Hamco, Inc.
- In 2006, the Company completed a debt and capital restructuring that right-sized the Company's debt and capital structure.
- The Company began making selective acquisitions in late 2006 and 2007.
- The Company was listed on NASDAQ in March 2007.



Corporate Profile

- One of the largest U.S. providers of infant and toddler bedding, bibs, soft goods and accessories
- Products are marketed as branded and unbranded merchandise
- Top-tier U.S. license and retail relationships
- Successful financial restructuring in 2001 returned the Company to profitability
- Successful debt and capital restructuring in 2006 lowered the Company's debt and cost of capital substantially; extinguishment of warrants right-sized the capital structure of the Company



2006 Restructuring Highlights

- Restructuring completed July 2006
- Reduced debt from \$24 million to \$13 million
- Reduced interest rate from 11.65% to prime less 1%
- Extinguished warrants issuable to lenders and shares issuable to management, which together represented 70% of the Company's diluted equity
- Reduced shares issued or issuable from 36 million diluted shares to 10 million diluted shares
- Company recorded approximate pre-tax gain of \$4 million



Industry Statistics



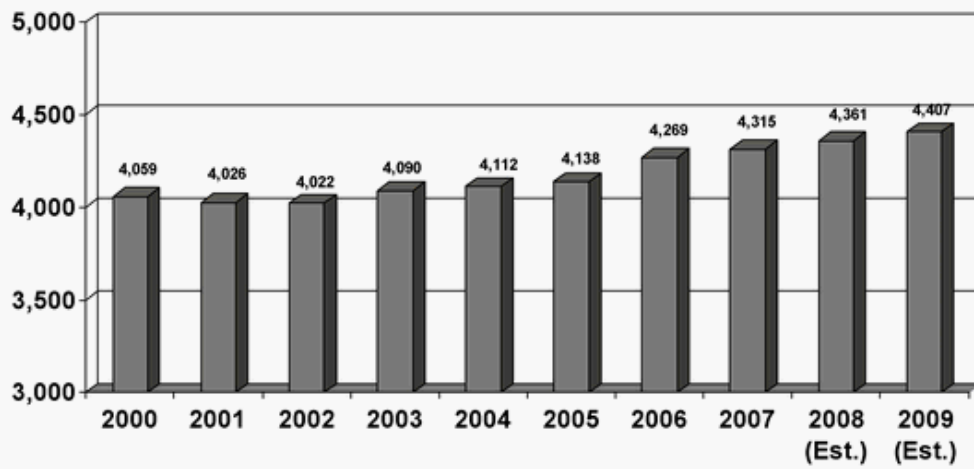
Infant Products Industry

- Birth rates continue to rise. By 2020, the birth rate is expected to be 4.5 million, exceeding the 4.3 million births at the height of the baby boom.
- First births represent 40% of all births. New parents spend approximately \$6,200 outfitting mom and baby in the first year.
- More parents are decorating the nursery for the second child where the second child's gender is different than the first.
- 70% of parents learn the baby's gender before birth.
- Parents are having children later in life when they have more disposable income. Older, better-educated moms demand more product information and will pay more for quality products.
- Grandparents purchase many of the nursery items.
- High quality products and name brands are an important part of this generation's lifestyle.
- 40% of births are to unwed mothers.
- Births represent significant purchasing events regardless of economic conditions or household income. Many items are non-discretionary.
- A major opportunity for the Company is to become a consolidator in a fragmented industry consisting of many small players and very few large players.

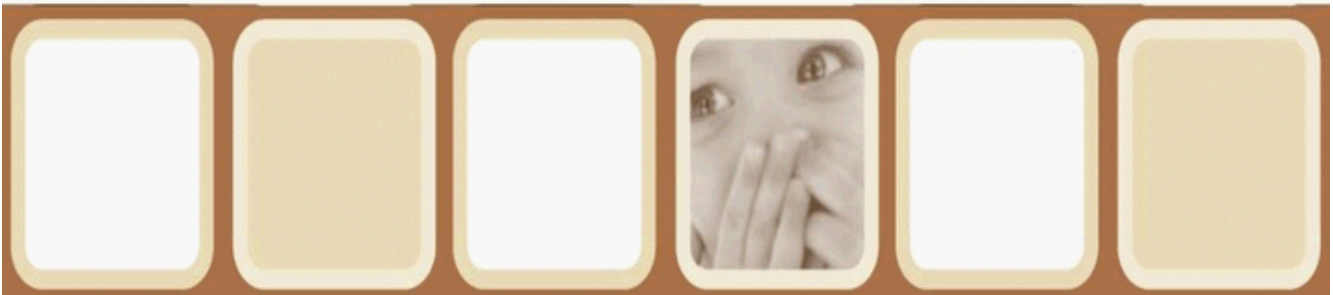


Live Births 2000 - 2009

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



Company Structure, Strengths and Future Strategies



Crown Crafts Infant Products

- Crown Crafts Infant Products is a leading manufacturer of infant and toddler bedding, blankets, and accessories to mass and specialty markets.
- Crown Crafts Infant Products resulted from a 1999 merger between Red Calliope and Noel Joanna (NoJo), two pioneers in the infant products industry.
- Crown Crafts Infant Products has become the premier supplier of nursery décor and accessories producing innovative, cutting-edge products for every relevant channel of distribution and enjoying strong product sales in all key accounts in the country.
- One of the primary strengths of Crown Crafts Infant Products is an extensive brand and license portfolio.
- In December 2006, Crown Crafts Infant Products acquired the Kimberly Grant brand.
- In November 2007, Crown Crafts Infant Products acquired the infant and toddler lines of Springs Global US.



Crown Crafts Infant Products, Inc.
A Crown Crafts Company

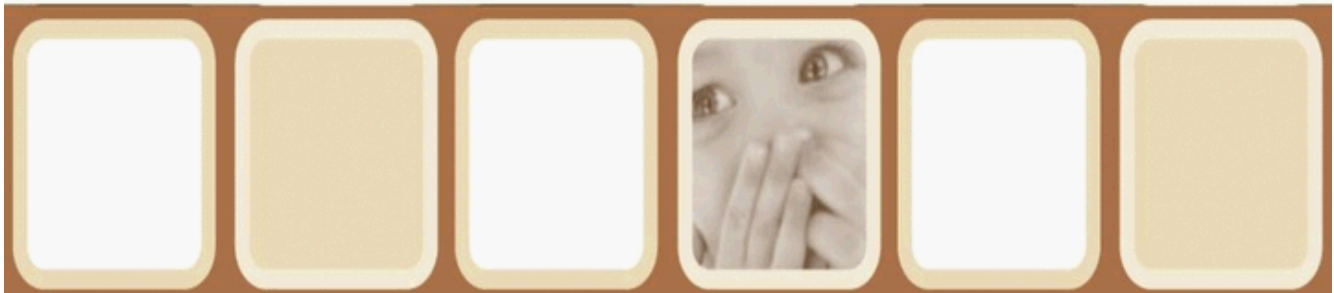


Crown Crafts Infant Products



Hamco

- HAMCO is a leading designer, producer and marketer of infant bib and bath products, and is very proud of its significant share of the bib market.
- Founded in 1984 and acquired by Crown Crafts, Inc. in 1997, HAMCO is known for its extensive proprietary design expertise.
- In 1998, Pinky Baby Products, predominately a manufacturer of screen printed bibs, was merged into HAMCO to compliment HAMCO's existing appliquéd / embroidered product line and provide the foundation for HAMCO to dominate the bib market.
- Commitment to excellence in quality, customer service and competitive pricing is the hallmark of distinction for HAMCO.



Hamco



Strengths of Our Company

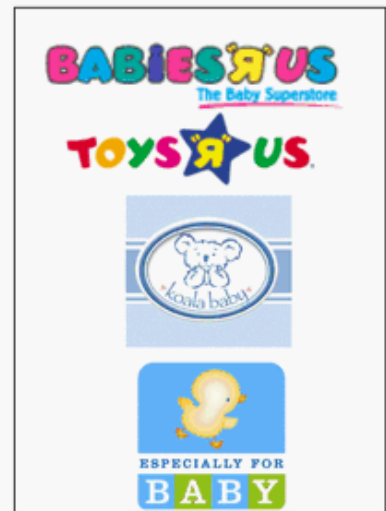
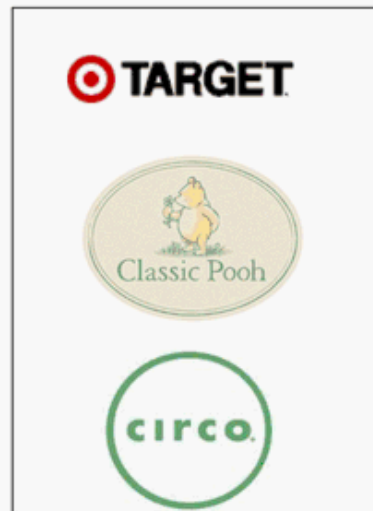
- Sourcing expertise and experience
 - Crown Crafts, Inc. takes full advantage of shifts in the global economy. We currently source from several countries including China, Thailand, India and Indonesia.
 - Crown Crafts, Inc. has developed strong relationships with many manufacturers and contractors to bring the industry's very best quality, pricing and speed to the market.
- Retail relationships
- Creative product development and design
- Licensing experience and relationships



Dominant Retail Distribution



Private Label Programs



Eddie Bauer®
BABY

Licenses



Messages from
the Heart
Sandra Magallon



Company-owned Brands

NoJo.
only the best for baby®


Kimberly Grant

**Kösmic
Komförtl**


naturally for baby™

*Little
Bedding*
NoJo

ATTITUDSIE™
say it with style..


**making
miracles**
by HAMCO

**Red
Calliope**

**Naughty
Monsters**™
The "Time Out" Monster


baby treasures




Acquisition of Springs Infant and Toddler Product Lines

- Acquired infant and toddler product lines from Springs Global US in November 2007 for approximately \$11 million.
- Amended the credit facility to increase the revolving line of credit to \$26 million, extended the term of the revolving line of credit by one year to 2010 and provide for a \$5 million term loan due in 24 equal monthly principal installments.
- The acquisition is expected to add \$25 million in net sales, \$3.5 million in pre-tax net income, \$4.4 million in EBITDA and \$0.19 diluted earnings per share annually.
- Non-GAAP Reconciliation of Pre-tax net income to EBITDA:

Pre-tax net income	\$ 3,500
Interest expense	900
Depreciation	-
Amortization	-
EBITDA	<u>\$ 4,400</u>

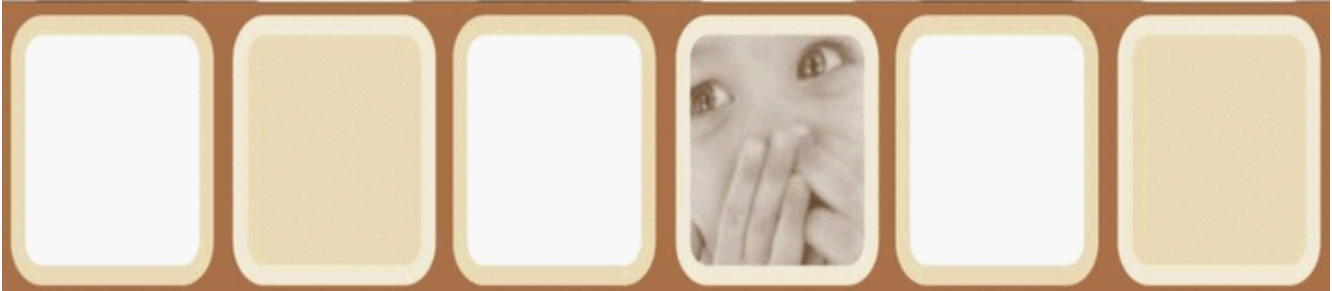


Financial Highlights



Recent Financial Developments

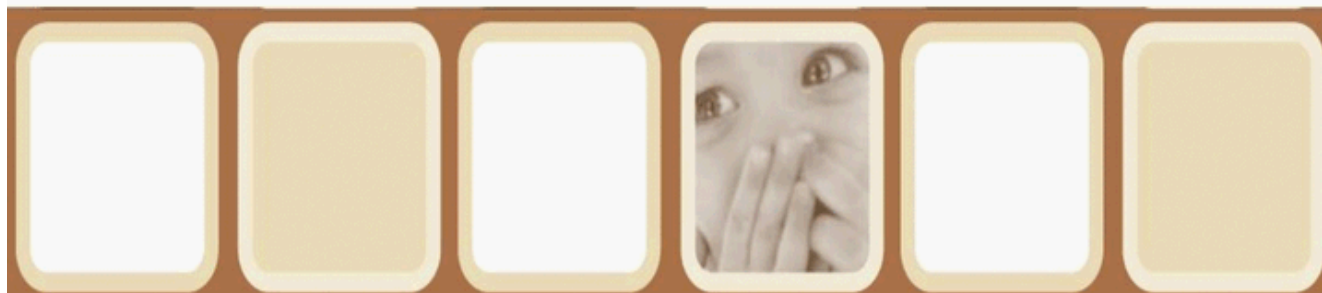
- Completed debt and capital restructuring resulting in debt reduction from \$24 million to \$13 million plus extinguishment of warrants in July 2006
- Recorded a \$4.2 million deferred tax asset in March 2006 as a result of the removal of a deferred tax valuation allowance
- Reduced operating costs and corporate overhead
 - Combined distribution centers; closed Louisiana center in August 2005
 - Consolidated financial functions by absorption of California finance department into Louisiana finance department in August 2005
 - Lowered interest rates as a result of debt restructuring in July 2006
 - Acquired the infant and toddler product lines from Springs Global US, Inc. in November 2007
- Recorded a \$9.0 million goodwill impairment charge in December 2008



Operating Highlights

(in thousands, except percentages and per share data)

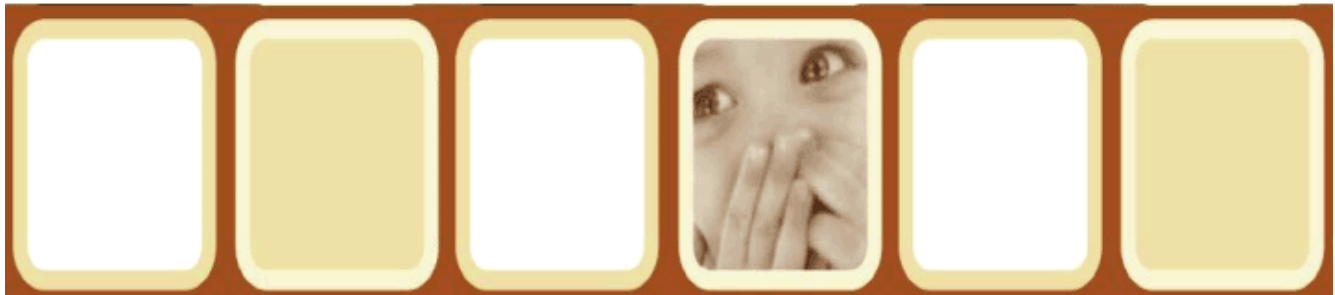
	For the nine months ended		For the fiscal year ended	
	December 28, 2008	December 30, 2007	March 30, 2008	April 1, 2007
Net sales	\$ 62,830	\$ 50,902	\$ 74,887	\$ 69,250
Gross profit	12,890	12,847	18,606	18,080
Goodwill impairment charge	9,000	-	-	-
Income from operations	(4,205)	4,887	7,908	8,887
Gain on refinancing	-	-	-	4,069
Net income before taxes	(5,019)	4,566	7,259	11,589
Income tax expense	1,532	1,705	2,828	3,640
Discontinued operations, net of income taxes	27	(110)	(78)	(348)
Net income	(6,524)	2,751	4,353	7,601
Weighted average shares outstanding				
- Basic	9,353	9,966	9,888	9,782
- Diluted	9,353	10,248	10,165	10,038
Basic net income per common share	\$ (0.70)	\$ 0.28	\$ 0.44	\$ 0.78
Diluted net income per common share	\$ (0.70)	\$ 0.27	\$ 0.43	\$ 0.76
Return on equity	-12.7%	9.2%	11.3%	22.8%
Pro forma restatement of net income to exclude goodwill impairment charge and gain on refinancing:				
Net income	(6,524)	2,751	4,353	7,601
Less (add):				
Goodwill impairment charge	(9,000)	-	-	-
Gain on refinancing, net of income taxes	-	-	-	3,696
Pro forma net income, restated to exclude above items	2,476	2,751	4,353	3,905



EBITDA

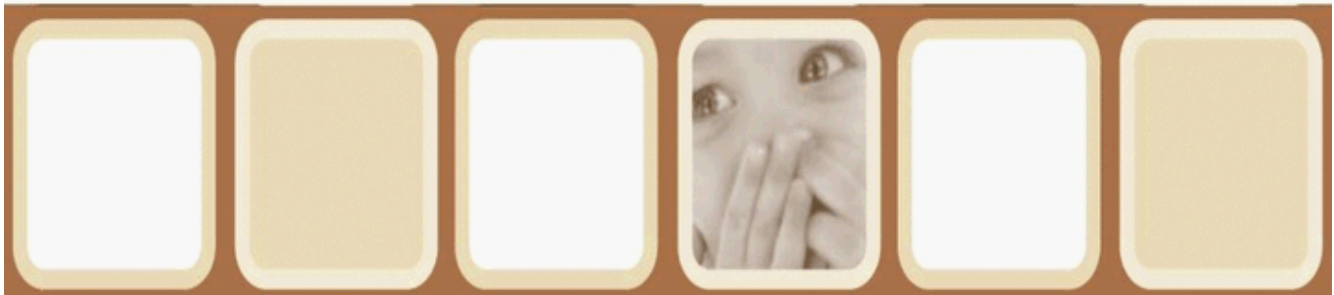
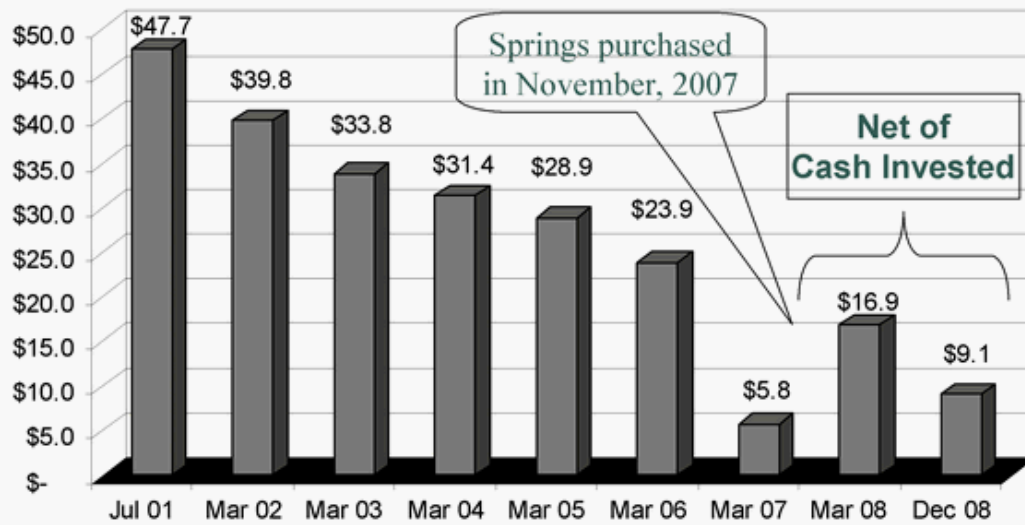
(in thousands)

	For the nine months ended		For the fiscal year ended	
	December 28, 2008	December 30, 2007	March 30, 2008	April 1, 2007
Pro forma net income excluding special items	\$ 2,476	\$ 2,751	\$ 4,353	\$ 3,905
Interest expense	900	475	775	1,362
Interest income	(123)	(11)	(12)	(108)
Taxes	1,547	1,650	2,746	2,945
Depreciation	225	259	349	452
Amortization	1,311	340	784	107
EBITDA (1)	\$ 6,336	\$ 5,464	\$ 8,995	\$ 8,663
Share-based compensation in net income	\$ 542	\$ 432	\$ 588	\$ 300
(1) Earnings before interest, taxes, depreciation and amortization				



Long-term debt

(In millions)



Investment Summary

- Debt and capital restructuring right-sized the Company's debt and allowed the Company to build shareholder value and operating profits.
- Crown Crafts is now a focused, profitable consumer products company operating primarily in the growing infant and juvenile soft goods markets.
- The Company was listed on The NASDAQ Capital Market in March 2007.
- Crown Crafts is able to engage in organic and strategic growth initiatives going forward.

