

FORM 10-Q

SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

(X) QUARTERLY REPORT UNDER SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended December 31, 2000

( ) TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File No. 1-7604

CROWN CRAFTS, INC

-----  
(Exact name of registrant as specified in its charter)

Georgia

58-0678148

-----  
(State or other jurisdiction of  
incorporation or organization)

-----  
(I.R.S. Employer Identification No.)

1600 RiverEdge Parkway, Suite 200, Atlanta, Georgia 30328

-----  
(Address of principal executive offices)

(770) 644-6400

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(Registrant's telephone number, including area code)

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes  No

The number of shares of common Stock, \$1.00 par value, of the Registrant outstanding as of February 15, 2001 was 8,608,843.

FORM 10-Q

CROWN CRAFTS, INC. AND SUBSIDIARIES

PART 1 - FINANCIAL INFORMATION  
ITEM 1 - CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED BALANCE SHEETS  
December 31, 2000 (UNAUDITED) and April 2, 2000

<TABLE>

<CAPTION>

dollar amounts in thousands, except share and par value per share      2000      2000

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ASSETS

CURRENT ASSETS:

Cash	\$ 1,588	\$ 1,453
Accounts receivable (less aggregate allowances of \$6,286 at December 31, 2000 and \$5,771 at April 2, 2000):		
Due from factor	21,269	25,432

Other	6,154	3,580	
Inventories, net	40,511	73,269	
Other current assets	7,642	8,755	
Assets held for sale	9,661		
	-----	-----	
Total current assets	86,825	112,489	
	-----	-----	
PROPERTY, PLANT AND EQUIPMENT - AT COST:			
Land, buildings and improvements		7,421	45,613
Machinery and equipment		35,005	97,972
Furniture and fixtures		1,152	2,142
	-----	-----	
	43,578	145,727	
Less accumulated depreciation		18,721	72,705
Property, plant and equipment - net		24,857	73,022
	-----	-----	
OTHER ASSETS:			
Goodwill (net of amortization of \$4,900 at December 31, 2000, and \$4,067 at April 2, 2000)		24,395	25,228
Other	2,810	4,265	
	-----	-----	
Total other assets	27,205	29,493	
	-----	-----	
TOTAL ASSETS	\$ 138,887	\$ 215,004	
	=====	=====	

</TABLE>

See notes to interim consolidated financial statements.

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Crown Crafts, Inc. and Subsidiaries  
CONSOLIDATED BALANCE SHEETS  
December 31, 2000 (UNAUDITED) and April 2, 2000

<TABLE>

<CAPTION>

dollar amounts in thousands, except share and par value per share

	December 31,	April 2,	2000	2000
	-----	-----		

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LIABILITIES AND SHAREHOLDERS' EQUITY

CURRENT LIABILITIES:

Accounts payable	\$ 7,827	\$ 17,997	
Accrued wages and benefits	2,198	5,022	
Accrued royalties	3,254	3,538	
Other accrued liabilities	2,227	3,444	
Current maturities of long-term debt	92,143	19,000	
	-----	-----	
Total current liabilities	107,649	49,001	
	-----	-----	

NON-CURRENT LIABILITIES:

Long-term debt	--	106,593	
Deferred income taxes	1,850	1,850	
Other	745	745	
	-----	-----	
Total non-current liabilities	2,595	109,188	
	-----	-----	

COMMITMENTS AND CONTINGENCIES

SHAREHOLDERS' EQUITY:

Common stock - par value \$1.00 per share			
50,000,000 shares authorized, 9,983,305 issued		9,983	9,983
Additional paid-in capital	46,096	46,096	
Retained (deficit) earnings	(7,056)	21,110	
Cumulative currency translation adjustment		(71)	(65)
Common stock held in treasury - 1,374,462 shares at cost		(20,309)	(20,309)
	-----	-----	
Total shareholders' equity	28,643	56,815	

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TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 138,887	\$ 215,004
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</TABLE>

See notes to interim consolidated financial statements.

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Crown Crafts, Inc. and Subsidiaries  
CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS  
DECEMBER 31, 2000 AND DECEMBER 26, 1999 (UNAUDITED)

<TABLE>  
<CAPTION>

	THREE MONTHS ENDED			NINE MONTHS ENDED	
in thousands, except loss per share	Dec 31,	Dec 26,	Dec 31,	Dec 26,	
	2000	2000	1999	2000	1999
	-----	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>	
Net sales	\$ 67,064	\$ 91,001	\$ 207,433	\$ 240,950	
Cost of products sold	55,321	76,409	181,063	203,748	
	-----	-----	-----	-----	
Gross profit	11,743	14,592	26,370	37,202	
Marketing and administrative expenses	11,549	13,808	34,206	39,125	
Impairment charge	4,446	4,446			
	-----	-----	-----	-----	
Earnings (loss) from operations	(4,252)	784	(12,282)	(1,923)	
Other income (expense):					
Interest expense	(3,435)	(3,209)	(11,381)	(9,640)	
Other - net	1,712	16	(4,468)	211	
	-----	-----	-----	-----	
Loss before income taxes	(5,975)	(2,409)	(28,131)	(11,352)	
Income tax (benefit) expense	(103)	(742)	35	(4,041)	
	-----	-----	-----	-----	
Net loss	(5,872)	(1,667)	(28,166)	(7,311)	
	-----	-----	-----	-----	
Other comprehensive income (loss), net of tax:					
Foreign currency translation adjustment	(5)	26	(51)		
	-----	-----	-----	-----	
Comprehensive loss, net of tax	\$ (5,877)	\$ (1,667)	\$ (28,140)	\$ (7,362)	
	-----	-----	-----	-----	
Basic loss per share	\$ (0.68)	\$ (0.19)	\$ (3.27)	\$ (0.86)	
	-----	-----	-----	-----	
Diluted loss per share	\$ (0.68)	\$ (0.19)	\$ (3.27)	\$ (0.86)	
	-----	-----	-----	-----	
Weighted average shares outstanding - basic	8,609	8,609	8,609	8,609	8,609
	-----	-----	-----	-----	-----
Weighted average shares outstanding - diluted	8,609	8,609	8,609	8,609	8,609
	-----	-----	-----	-----	-----
Dividends declared per share	\$ 0.00	\$ 0.03	\$ 0.00	\$ 0.09	
	=====	=====	=====	=====	

</TABLE>

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Crown Crafts, Inc. and Subsidiaries  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
Nine months ended December 31, 2000 and December 26, 1999  
(UNAUDITED)

<TABLE>

<CAPTION>

in thousands	Dec 31, 2000	Dec 26, 1999
<S>	<C>	<C>
OPERATING ACTIVITIES:		
Net loss	\$ (28,166)	\$ (7,311)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Depreciation of property, plant and equipment		7,921 9,413
Amortization of goodwill	833	772
Loss (gain) on sale of property, plant and equipment		6,683 (169)
Changes in assets and liabilities		
Accounts receivable	16,999	12,124
Inventories	32,758	(498)
Other current assets	1,113	(746)
Other assets	1,455	77
Accounts payable	(10,170)	(6,863)
Accrued liabilities	(4,325)	2,993
Net cash provided by operating activities		25,101 9,792
INVESTING ACTIVITIES:		
Capital expenditures	(1,288)	(7,128)
Proceeds from sale of property, plant and equipment		25,188 936
Other	(6)	(52)
Net cash provided by (used for) investing activities		23,894 (6,244)
FINANCING ACTIVITIES:		
Repayments of current maturities of long term debt		(33,450) (7,143)
Decrease in notes payable		(3,414)
(Decrease) increase in advances from factor		(15,410) 8,690
Cash dividends		(516)
Net cash used for financing activities		(48,860) (2,383)
NET INCREASE IN CASH		135 1,165
Cash at beginning of year	1,453	744
CASH AT END OF PERIOD	\$ 1,588	\$ 1,909
SUPPLEMENTAL CASH FLOW INFORMATION:		
Income taxes paid (refunded)	\$ 98	\$ (4,395)
Interest paid net of amounts capitalized	\$ 12,414	\$ 9,049
SUPPLEMENTAL DISCLOSURE OF NON CASH INVESTING AND FINANCING ACTIVITIES		
Disposition escrow account	\$ 500	

</TABLE>

See notes to interim consolidated financial statements.

1. Basis of Presentation: The accompanying unaudited consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America applicable to interim financial information and the rules and regulations of the Securities and Exchange Commission. Accordingly, they do not include all of the information and disclosures required by accounting principles generally accepted in the United States of America for complete financial statements. In the opinion of management, such interim consolidated financial statements contain all

adjustments necessary to present fairly the Company's financial position as of December 31, 2000 and the results of its operations and its cash flows for the nine-month periods ended December 31, 2000 and December 26, 1999. Such adjustments include normal recurring accruals and a pro rata portion of certain estimated annual expenses. Operating results for the nine-month period ended December 31, 2000 are not necessarily indicative of the results that may be expected for the year ending April 1, 2001. For further information, refer to the consolidated financial statements and footnotes thereto included in the annual report of Form 10-K for the year ended April 2, 2000 of Crown Crafts, Inc. (the "Company").

Use of Estimates: The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Recently Issued Accounting Standards: In 1998, the Financial Accounting Standards Board (FASB) issued Statement of Financial Accounting Standards No. 133, "Accounting for Derivative Instruments and Hedging Activities" ("SFAS No. 133"). This statement requires that all derivatives be recognized in the statement of financial position as either assets or liabilities and measured at fair value. In addition, all hedging relationships must be designated, reassessed and documented pursuant to the provisions of SFAS No. 133. In June 1999, the FASB issued SFAS No. 137, "Accounting for Derivative Instruments and Hedging Activities - Deferral of the Effective Date of FASB Statement No. 133," which amends the effective date of SFAS No. 133 to all fiscal quarters of fiscal years beginning after June 15, 2000. In June 2000, the FASB issued SFAS No. 138, which amends SFAS No. 133 and addresses a limited number of issues causing implementation difficulties for a large number of entities preparing to implement SFAS No. 133. The adoption of these standards is not expected to have a material impact on the Company's results of operations, financial position, or cash flow. SFAS 133 and its amendments are effective for the Company beginning in the first quarter of fiscal 2002.

The SEC recently issued Staff Accounting Bulletin 101 ("SAB 101"), "Revenue Recognition in Financial Statements". The Company is currently evaluating the effect of this pronouncement on its financial statements.

Reclassifications: Certain prior period financial statement balances have been reclassified to conform to the current period's presentation.

2. In 1999, the Company adopted SFAS No. 131, "Disclosures about Segments of an Enterprise and Related Information." The Company's principal segments include adult home furnishing and juvenile products, consisting of bedroom products (adult comforters and accessories), throws and decorative home accessories (primarily jacquard-woven throws in cotton, acrylic, rayon or chenille), and juvenile products (primarily Pillow Buddies). The second principal segment is infant products, consisting of infant bedding, bibs, and infant soft goods. The Company tracks revenues and operating profit information for these two business segments.

Financial information attributable to the Company's business segments for the quarters and nine months ended December 31, 2000 and December 26, 1999, was as follows (in thousands):

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	THREE MONTHS ENDED		NINE MONTHS ENDED	
	31-Dec 2000	26-Dec 1999	31-Dec 2000	26-Dec 1999
Revenues:	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>

Adult home furnishing and juvenile products	\$ 41,339	\$ 69,462	\$ 133,406	\$ 170,414
Infant products	25,725	21,539	74,027	70,536
Total	<u>\$ 67,064</u>	<u>\$ 91,001</u>	<u>\$ 207,433</u>	<u>\$ 240,950</u>

</TABLE>

<TABLE>  
<CAPTION>

Operating income (loss)	THREE MONTHS ENDED		NINE MONTHS ENDED	
	31-Dec 2000	26-Dec 1999	31-Dec 2000	26-Dec 1999
Adult home furnishing and juvenile products	\$ (1,340)	\$ 499	\$ (14,248)	\$ (6,863)
Infant products	1,534	285	6,412	4,940
Total	<u>\$ 194</u>	<u>\$ 784</u>	<u>\$ (7,836)</u>	<u>\$ (1,923)</u>

</TABLE>

Net sales by individual product groups within these business segments were as follows (in thousands):

<TABLE>  
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Bedroom products	THREE MONTHS ENDED		NINE MONTHS ENDED	
	31-Dec 2000	26-Dec 1999	31-Dec 2000	26-Dec 1999
Bedroom products	\$ 19,067	\$ 37,756	\$ 74,198	\$ 106,945
Throws and decorative home accessories	20,382	27,189	54,919	53,472
Infant and juvenile products	27,578	25,986	78,215	80,341
Other	37	70	101	192
Total	<u>\$ 67,064</u>	<u>\$ 91,001</u>	<u>\$ 207,433</u>	<u>\$ 240,950</u>

</TABLE>

3. Interest costs of \$0 and \$69,000, respectively, were capitalized during the nine months ended December 31, 2000, and December 26, 1999.

4. Major classes of inventory were as follows (in thousands):

<TABLE>  
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	December 31, 2000	April 2, 2000
Raw materials	\$ 14,177	\$ 27,822
Work in process	2,016	4,925
Finished goods	24,318	40,522
Total	<u>\$ 40,511</u>	<u>\$ 73,269</u>

</TABLE>

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Inventory is net of reserves for inventories classified as irregular or discontinued of \$4.1 million and \$6.2 million at December 31, 2000 and April 2, 2000, respectively.

5. During the nine months ended December 31, 2000, the Company sold surplus real property in North Carolina and Louisiana with net proceeds of \$888,000 and a gain on sale of \$466,000.

The Company completed the sale of the Wovens division on November 14, 2000 with net proceeds of approximately \$36 million compared to a book value of \$45.1 million. The Woven division has annual sales of approximately \$85 million and is included in the adult home furnishing and juvenile products segment. The Wovens division includes the throws and decorative home accessories product group and part of the bedroom products group. The disposal was made as part of a plan to reduce debt and restructure the Company's operations. Included in the sale were inventory, buildings, machinery and equipment at sites in Calhoun, Dalton and Chatsworth, Georgia; Blowing Rock, North Carolina; and Manchester, New Hampshire. A provision for loss on the sale was recorded in the quarter ended October 1, 2000 as follows:

<TABLE>

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	\$ Million
<S>	<C>
Write-down of inventory to net realizable value	\$ 4.2
Loss on sale of property, plant and equipment	2.5
Selling and other expenses	4.1
	-----
Total loss	\$ 10.8
	=====

</TABLE>

The write-down of inventory included in the provision for loss on the sale of approximately \$4.2 million is included in cost of products sold for the quarter ended October 1, 2000. The loss on sale of property, plant and equipment and selling and other expenses of approximately \$2.5 million and \$4.1 million, respectively, are included in other expense for the quarter ended October 1, 2000.

The Company's Roxboro, North Carolina manufacturing plant is classified as assets held for sale at December 31, 2000. An impairment charge of \$4.4 million for the excess of book value over expected proceeds was recognized in the quarter ended December 31, 2000.

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## ITEM 2 - MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

### RESULTS OF OPERATIONS

#### THREE MONTHS ENDED DECEMBER 31, 2000 COMPARED TO THE THREE MONTHS ENDED DECEMBER 26, 1999

Net sales decreased \$23.9 million or 26% to \$67.1 million in the current year quarter compared to \$91.0 million in the prior year quarter. This was attributable to a decrease of \$18.7 million or 49% in bedroom products, and a \$6.8 million decrease in throws and decorative home accessories slightly offset by an increase of \$1.6 million in sales of infant and juvenile products. The decrease in bedroom products resulted from the decision to phase out the unprofitable Studio bedding line as well as the sale of the Wovens division on November 14, 2000. Lower sales of throws and decorative home accessories resulted from sale of the Wovens division.

For the quarter ended December 31, 2000, gross profit as a percentage of net sales increased to 17.5% from 16.0% for the quarter ended December 26, 1999. A variety of factors impacted margins, including a change in product mix, but the increased margin relates primarily to a import duty refund on Pillow Buddies(R).

Marketing and administrative expenses decreased by \$2.3 million in the current year quarter compared to the same quarter in the prior fiscal year and were 17.2% of net sales versus 15.2%. The decrease is a result of the Company's cost reduction and restructuring programs as well as the sale of the Wovens division.

Interest expense for the quarter increased by \$226,000 because of higher effective interest rates. Other income increased by \$1.7 million primarily due to income from assignment of the lease on the New York office and showroom.

Due to the accumulated losses, no federal income tax benefit has been included for the quarter ended December 31, 2000, whereas the effective income tax rate for the prior year period was 30.8%.

#### NINE MONTHS ENDED DECEMBER 31, 2000 COMPARED TO THE NINE MONTHS ENDED DECEMBER 26, 1999

For the nine months ended December 31, 2000, net sales compared to the prior year declined by \$33.5 million, or 14%. Sales of bedroom products decreased \$32.7 million due to the same factors explained above. Sales of throws and decorative home accessories for the nine months increased \$1.4 million with higher sales resulting from resolution of shipping problems in the prior year. In the infant and juvenile product group, net sales decreased \$2.1 million or 3% from inventory management by retail customers and maturing of the Pillow Buddy(R) product.

In the first nine months of the current fiscal year, gross profit decreased to \$26.4 million compared to \$37.2 million for the nine months ended December 26, 1999 and the gross margin declined from 15.4% to 12.7%. Margins were depressed by a \$4.2 million inventory write-down in connection with the sale of the Wovens division, higher than normal sales of closeout inventory and under-absorption of overhead costs at the Roxboro, North Carolina manufacturing facility in connection with the withdrawal from the Studio adult bedding products.

Marketing and administrative costs decreased by \$4.9 million compared to the first nine months of fiscal 2000 and were 16.5% of net sales compared to 16.2% in the prior year period.

Interest expense increased by \$1.7 million in the first nine months of fiscal 2001 compared to fiscal 2000 due to higher interest rates. Other expense increased by \$4.7 million due to the loss on sale of fixed assets and expenses related to the sale of the Wovens division, net of gains on sale of fixed assets realized in the first quarter.

#### FINANCIAL POSITION, LIQUIDITY AND CAPITAL RESOURCES

Net cash provided by operating activities was \$25.1 million for the nine months ended December 31, 2000 compared to \$9.8 million for the nine months ended December 26, 1999. Net cash provided by investing activities was \$23.9 million compared to a use of \$6.2 million in the prior year period. Net cash used for financing activities was \$48.9 million, compared to \$2.4 million in the prior year period. Total debt outstanding decreased to \$92.1 million at December 31, 2000 from \$125.6 million at April 2, 2000. This decrease resulted from the repayment of debt from the sale of fixed assets and inventories. At February 12, 2001, cash available from factor advances was \$14.3 million.

As of December 31, 2000, cash of \$1.6 million was restricted and assigned as collateral to secure letters of credit and indemnities related to the sale of the Wovens division. A \$2 million letter of credit for minimum royalties is secured by accounts receivable due from factor.

On August 31, 2000, the Company concluded a restructuring of its debt. Among other things, the agreements extend the maturity of the debt to April 3, 2001 and adjust financial and other covenants based on the Company's



projections. The restructured loan covenants limit capital expenditures for fiscal 2001 to \$4.4 million, limit the level of advances on factored accounts receivable to \$36 million, require certain levels of borrowing base assets relative to debt, and require certain levels of cash flow on a monthly basis, totaling \$14.5 million for fiscal 2001. The credit facilities also currently prohibit the payment of dividends and restrict the amounts the Company may expend on acquisitions and purchases of treasury stock. The lenders have security interests in substantially all of the Company's assets.

In exchange, the Company issued to its lenders warrants exercisable for 956,538 shares (10%) of the Company's issued and outstanding common stock exercisable not later than December 31, 2005. The warrants will be extinguished at the rate of 2% for each 1% reduction in the Company's debt. As of December 31, 2000, 519,930 of the warrant shares had been called with a net amount remaining exercisable of 436,608 shares. Effective August 31, 2000, the interest rate on the bank credit facilities was increased by 1% to each bank's Base Rate plus 2% and on the notes placed with an insurance company to a fixed rate of 11.77%. Effective January 1, 2001, the margin over Base Rate increased to 4 percent, of which 2 percent is not payable until April 3, 2001 and may be forgiven based upon certain levels of debt reduction. Proceeds from the sale of the Woven division paid to the Lenders were applied to the amounts due prior to April 3, 2001; the balance of \$92.1 million is due and payable on April 3, 2001. Subsequent to December 31, 2000, the excess of the loan over the borrowing base assets (the "overadvance") exceeded the covenant in the loan agreement. On February 15, 2001, the Company and its lenders amended certain covenants with respect to the overadvance. As a condition of the amendment, the Company and the lenders have agreed to negotiate a restructuring of the terms and conditions of the loan documents.

The Company's ability to make scheduled payments of principal, to pay the interest on, or to refinance its maturing indebtedness by April 2, 2001, to fund capital expenditures, or to comply with its debt covenants will depend upon future performance. The Company's future performance is, to a certain extent, subject to general economic, financial, competitive, legislative, regulatory and other factors beyond its control. Based upon the current level of operations and anticipated increases in cash flow from improved inventory management, cost reduction initiatives, as well as the planned withdrawal from under-performing product lines, the Company believes that cash flow from operations together with advances available from factored accounts receivable will be adequate to meet liquidity needs for the next year.

To reduce its exposure to credit losses and to enhance its cash flow forecasts, the Company factors the majority of its trade accounts receivable. The Company's factor establishes customer credit lines, and accounts for and collects receivable balances. The factor remits payment to the Company on the due dates of the factored invoices. The factor assumes all responsibility for credit losses on sales within approved credit lines, but may deduct from its remittances to the Company the amounts of customer deductions for returns, allowances, disputes and discounts. The Company's factor may at any time terminate or limit its approval of shipments to a particular customer. If such a termination occurs, the Company may either assume the credit risks for shipments after the date of such termination or cease shipments to such customer.

The agreement with its lenders, described above, provides for the Company to finance its seasonal working capital needs by taking advances against its factored receivables of up to \$17 million.

#### FORWARD-LOOKING INFORMATION

This Form 10Q contains forward-looking statements within the meaning of the federal securities law. 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 are intended to 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 anticipated. These risks include, among others, general economic conditions, changing competition, 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, the Company's ability to integrate its acquisitions and new licenses, and the Company's ability to implement improvements in its acquired businesses.

### ITEM 3 - QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

The Company is exposed to market risk from changes in interest rates on debt, commodity prices and foreign exchange rates.

The Company's exposure to interest rate risk relates to its floating rate debt, \$60.6 million of which was outstanding at December 31, 2000.

The Company's exposure to commodity price risk primarily relates to changes in the price of cotton, which is a principal raw material in a substantial number of the Company's products. To manage this risk, from time to time the Company enters into commodity future contracts and forward purchase contracts. No such contracts were outstanding at December 31, 2000.

The Company's exposure to foreign exchange rates relates to its Mexican manufacturing subsidiary. During the fiscal year ended April 2, 2000, this subsidiary manufactured products for the Company with a value of approximately \$7.5 million. The Company's investment in the subsidiary was approximately \$4.4 million at December 31, 2000.

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FORM 10-Q

CROWN CRAFTS, INC. AND SUBSIDIARIES

PART II - OTHER INFORMATION

#### Item 1 - Legal Proceedings

From time to time, the Company is involved in various legal proceedings relating to claims arising in the ordinary course of its business. Neither the Company nor any of its subsidiaries is a party to any such legal proceeding the outcome of which, individually or in the aggregate, is expected to have a material adverse effect on the Company's financial condition or results of operations.

#### Item 2 - Changes in Securities

None

#### Item 3 - Defaults Upon Senior Securities

None

#### Item 4 - Submission of Matters to Vote of Security Holders

None

#### Item 5 - Other Information

None

#### Item 6 - Exhibits and Reports on Form 8-K

There was one report on Form 8-K during the quarter ended December 31, 2000:

October 11, 2000: Signing of a definitive agreement to sell the Wovens division to Mohawk Industries;  
October 13, 2000: Resignation of John Magee as Acting President

October 25, 2000: Layoff of approximately 250 employees at Roxboro,  
North Carolina effective December 29, 2000.

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FORM 10-Q

CROWN CRAFTS, INC. AND SUBSIDIARIES

DECEMBER 31, 2000

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: February 15, 2001

/s/ Carl A. Texter

-----  
CARL A. TEXTER  
(Chief Accounting Officer)

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