SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549
FORM 11-K
(Mark One)
[X] ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended December 31, 1997
OR
[] TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from to
Commission file number 033-64499
A. Full title of the plan and address of the plan, if different from that of the insurer named below:
Crown Crafts, Inc. 401(k) Retirement Savings Plan
B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:
Crown Crafts, Inc. 1600 RiverEdge Parkway Suite 200 Atlanta, Georgia 30328

SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

CROWN CRAFTS, INC. 401(k) RETIREMENT SAVINGS PLAN

BY: /s/ PAUL A. CRISCILLIS, JR.
-----Paul A. Criscillis, Jr.

BY: /s/ ROBERT E. SCHNELLE
Robert E. Schnelle

BY: /s/ BONNIE WASDIN

Bonnie Wasdin

Date: July 13, 1998

(Each Member of the Administrative Committee appointed under and Pursuant to the Crown Crafts, Inc. 401(k) Retirement Savings Plan)

THE CROWN CRAFTS, INC. 401(k)

RETIREMENT SAVINGS PLAN

FINANCIAL STATEMENTS AND AUDIT REPORT

DECEMBER 31, 1997

THE CROWN CRAFTS, INC. 401(k) RETIREMENT SAVINGS PLAN

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[JOSEPH DECOSIMO AND COMPANY LETTERHEAD]

REPORT OF INDEPENDENT ACCOUNTANTS

The Administrative Committee
The Crown Crafts, Inc. 401(k) Retirement Savings Plan
Atlanta, Georgia

We have audited the statements of net assets available for benefits with fund information of The Crown Crafts, Inc. 401(k) Retirement Savings Plan (the Plan) as of December 31, 1997 and 1996, and the related statement of changes in net assets available for benefits with fund information for the year ended December 31, 1997. These financial statements are the responsibility of the Administrative Committee. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by

management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits with fund information of the Plan as of December 31, 1997 and 1996, and the changes in its net assets available for benefits with fund information for the year ended December 31, 1997, in conformity with generally accepted accounting principles.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules of assets held for investment purposes and of reportable transactions are presented for purposes of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

/s/ Joseph Decosimo and Company, LLP

JOSEPH DECOSIMO AND COMPANY, LLP A GEORGIA LIMITED LIABILITY PARTNERSHIP

Atlanta, Georgia July 2, 1998

THE CROWN CRAFTS, INC. 401(k) RETIREMENT SAVINGS PLAN
STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

WITH FUND INFORMATION

DECEMBER 31, 1997

<table> <caption></caption></table>					
	AGGRESSIVE C		AFTS, LI TAGE I	FE LIFE STAGE II	
	PORTFOLIO C			RTFOLIO PORTFOLIO	
<s></s>			· <c></c>		
ASSETS			_		
Investments, at fair va	ılue -				
Short-Term Investm	ents \$ 770	\$ 2,581	1 \$ 3,174	4 \$ 3,701	
Crown Crafts, Inc.				•	
Common Stock		189,703			
Mutual Funds	893,931		621,729	608,304	
Participant Loans					
	894,701 192	,284 62	4,903 6	12,005	
Receivables -					
Sponsor's Contributi	ons 29.269	5,532	27.028	24.957	
Participants' Contrib					
Accrued Interest and		,	,	,	
	184,336	20	30,463	28,478	
Total Assets	1,131,157	205,264	710,823	689,972	
LIADII ITIEC					
LIABILITIES					

NET ASSETS AVAILABLE

FOR BENEFITS \$ 947,851 \$ 205,264 \$ 680,397 \$ 661,528

</TABLE>

The accompanying notes are an integral part of the financial statements.

THE CROWN CRAFTS, INC. 401(K) RETIREMENT SAVINGS PLAN STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 1997

WITH FUND INFORMATION

STAGE III PORTFOLIO	O PORTF	V VALUE OLIO PORT CC> <c></c>	PARTICIPANT IFOLIO LOANS <c> 4 \$ 16,066</c>	TOTAL
 420,942 		17,655	3,325,843 17,655	
421,403		521,845	17,659 3,549,267	
12,674	9,514	7,871	116,845	
			108,845	
18,813	10,904	12	273,026 	
467,281	289,094	536,733	17,659 4,047,983	
18,793	10,889		271,858 	
\$ 448,488	\$ 278,205	\$ 536,733	\$ 17,659 \$3,776,125	
======================================				

THE CROWN CRAFTS, INC. 401(k) RETIREMENT SAVINGS PLAN
STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS
WITH FUND INFORMATION

DECEMBER 31, 1996

<TABLE> <CAPTION>

	PORTFOLIO COMMON STOCK PORTFOLIO	
<s></s>	<c> <c> <c></c></c></c>	
ASSETS		
Investments, at fair value	; -	
Short-Term Investments	s \$ \$ 347 \$ 91	
Crown Crafts, Inc. Com	mon Stock 74,280	
Mutual Funds	387,035 220,382	
	387,035 74,627 220,473	
Contributions Receivable	e from Sponsor 33,630 6,949 19,477	
Accrued Interest and Divi	ridends 23,254 76 7,695	
Total Assets	443,919 81,652 247,645	
LIABILITIES		
Excess Contributions	38,015 1,044 10,394	
NET ASSETS AVAILABI	LE FOR BENEFITS \$405,904 \$ 80,608 \$237	7,251

The accompanying notes are an integral part of the financial statements.

THE CROWN CRAFTS, INC. 401(K) RETIREMENT SAVINGS PLAN STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 1996

WITH FUND INFORMATION

</TABLE>

</TABLE>

<table></table>					
<caption></caption>					
LIFE	LIFE	LIFE S	STABLE		
STAGE II	STAGE III	STAGE	IV VAI	LUE UNALLOCATED	
PORTFOLIC	PORTFO	OLIO PO	RTFOLIO	PORTFOLIO BALANCES	TOTAL
<s> <</s>	C> <(C> <(:> <c></c>	> <c></c>	
				084 \$ 82,644	
				74,280	
252.264				1,482,954	
	-	-			
252,264	197,942	113,447	312,006	82,084 1,639,878	
,	Ź	,	,	, , ,	
25,012	21,575	12,097	25,447	144,187	
	,	,		•	
6,988	4,174	1,611	80	142 44,020	
284,264	223,691	127,155	337,533	82,226 1,828,085	
11,737	8,689	2,471	8,368	80,718	
\$ 272,527	\$ 215,002	\$ 124,684	\$ 329,165	\$ \$ 82,226 \$1,747,367	

THE CROWN CRAFTS, INC. 401(k) RETIREMENT SAVINGS PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

WITH FUND INFORMATION

YEAR ENDED DECEMBER 31, 1997

<table> <caption> <s> ADDITIONS Investment Income - Net Appreciation (Depreciation) in I Value of Investment Interest and Divide</s></caption></table>	GROWT PORTFO <c></c>	TH I LIO CC <c> \$ (61,953) 184,627</c>	NC. 50MMON S < C	STAGE I TOCK F > <0	,729 \$ 49,1 30 38,337	PORTFOLIO 09
		58,5	33 89	9,009		
Contributions - Sponsor's Participants'	129, 348, 478,030		22,377 57,166 	97,239	90,877 239,444 -	
Total Additions	60	00,704	138,076	420,35	8 417,767	
DEDUCTIONS Benefits Paid to Part Administrative Expe	icipants	30,599 10,723	4,534	2 6,2	75 33,821 13 6,656	
Total Deductions						
NET INCREASE BE PORTFOLIO TRAN Portfolio Transfers	FORE ISFERS	55 17,435)	59,382	51,276	391,870	377,290
NET INCREASE (DE	ECREASE))	541,947	124,656	443,146	389,001
NET ASSETS AVAIL FOR BENEFITS BEGINNING OF YE		-		80,608	237,251 2	72,527
END OF YEAR		\$ 947,851		264 \$ 68	80,397 \$ 66	1,528

 | == == | | | | |The accompanying notes are an integral part of the financial statements.

THE CROWN CRAFTS, INC. 401(k) RETIREMENT SAVINGS PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

WITH FUND INFORMATION

YEAR ENDED DECEMBER 31, 1997

STAGE III	IO PORTI	IV VALU	RTFOLIO	RTICIPANT UNALLOCATED LOANS BALANCES C> <c></c>	
	18,584	904		\$ \$ 160,935 309,751	
59,103		25,222		 470,686 	
	101,291	158,104		522,397 (82,224) 1,230,700	
235,116	141,070			(82,224) 1,753,097	
294,219	169,769	265,114		(82,224) 2,223,783	
				153,841 41,184	
38,114	11,199	28,919		195,025 	

(82,224)

(2)

(82,226)

82,226

\$

2,028,758

2,028,758

\$3,776,125

1,747,367

</TABLE>

256,105

(22,619)

233,486

215,002

\$ 448,488

158,570

(5,049)

153,521

124,684

\$ 278,205

236,195

(28,627)

207,568

329,165

\$ 536,733

<TABLE> <CAPTION>

THE CROWN CRAFTS, INC. 401(k) RETIREMENT SAVINGS PLAN NOTES TO FINANCIAL STATEMENTS

17,659

17,659

\$ 17,659

PLAN DESCRIPTION

The following description of The Crown Crafts, Inc. 401(k) Retirement Savings Plan provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

The Plan is a defined contribution retirement savings plan with a cash or deferred arrangement covering substantially all employees of Crown Crafts, Inc. and affiliates (the sponsor) meeting minimum age and service requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan was established effective January 1, 1996, and initial contributions were made into the trust fund in January, 1996. The Plan was amended on September 22, 1997, to provide for the entry of employees of acquired and affiliated companies.

The Plan allows contributions by participating employees of an amount equal to not less than 1% and not greater than 15% of their eligible compensation.

Matching contributions are made at the discretion of the sponsor. The sponsor matches participants' elective contributions at the rate of 100% of the first 2% of compensation deferred by each participant. The participants direct their elective contributions and related matching contributions to several investment options designed by the investment advisor. All contributions are limited to the maximum amount deductible under the applicable provisions of the Internal Revenue Code of 1986 (the Code).

Each participant's account is credited with the participant's contribution, the sponsor's matching contribution, and earnings thereon less administrative expenses. Each participant has a fully vested, nonforfeitable right to all amounts credited to his account under the elective salary reduction portion of the Plan. Each participant's right in sponsor contributions vests ratably over a five year period. Forfeitures are applied to reduce the sponsor's matching contribution.

Upon service or disability retirement, death or termination, the participant or beneficiary will receive a lump-sum amount equal to the value of the participant's vested account.

Although it has not expressed any intent to do so, the sponsor has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

5 THE CROWN CRAFTS, INC. 401(k) RETIREMENT SAVINGS PLAN NOTES TO FINANCIAL STATEMENTS

PLAN DESCRIPTION - continued

The Plan offers participants seven investment options which consist of shares of the sponsor's common stock and six portfolios of mutual funds which are managed by an investment advisor:

CROWN CRAFTS, INC. COMMON STOCK - Funds are invested in common stock of Crown Crafts, Inc.

AGGRESSIVE GROWTH PORTFOLIO - Diverse growth-oriented portfolio invested in the stocks of large U.S. companies, small-medium companies and international companies.

LIFE STAGE I PORTFOLIO - Invests in common stock of large U.S. companies, small-medium companies and international companies.

LIFE STAGE II PORTFOLIO - Invests in common stocks and bonds of small, medium and large U.S. and international companies.

LIFE STAGE III PORTFOLIO - Invests in common stocks and bonds of large U.S. companies, small-medium companies and international companies.

LIFE STAGE IV PORTFOLIO - Invests in medium term bonds and the common stocks of small, medium and large U.S. and international companies.

STABLE VALUE PORTFOLIO - Invests in a mixture of contracts with major banks and insurance companies which, in turn, invest in high grade bonds.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies and practices followed by the Plan are as follows:

BASIS OF ACCOUNTING - The financial statements of the Plan are prepared under the accrual method of accounting.

INVESTMENT VALUATION AND INCOME RECOGNITION - The Plan's investments are stated at fair value. Shares of registered investment companies are valued at quoted market prices which represent the net asset value of shares held by the Plan at

year end. The company stock is valued at its quoted market price.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

NET APPRECIATION (DEPRECIATION) IN THE FAIR VALUE OF INVESTMENTS - The Plan presents in the statements of changes in net assets available for benefits the net appreciation (depreciation) in the fair value of its investments, which consists of the realized gains (losses) and the unrealized appreciation (depreciation) on those investments.

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THE CROWN CRAFTS, INC. 401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

PARTICIPANT LOANS - Participants may borrow from their fund accounts a minimum of \$1,000, or such lesser amount as established by the Administrative Committee, up to a maximum equal to the lesser of \$50,000 or 50% of their account balance. Loan transactions are treated as a transfer to (from) the investment funds from (to) Participant Loans. Loan terms range up to 5 years or up to 10 years for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with local prevailing rates as determined by the Administrative Committee. Principal and interest are paid ratably through monthly payroll deductions.

RISKS AND UNCERTAINTIES - The Plan provides for various investment options in a combination of mutual funds and other investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits and the statement of changes in net assets available for benefits.

PAYMENT OF BENEFITS - Benefits are recorded when paid. As of December 31, 1997, \$76,432 has been allocated to participants who have elected to withdraw from the Plan but have not been paid.

FORFEITED ACCOUNTS - As of December 31, 1997, forfeited nonvested accounts totalled \$61,572. These accounts will be used to reduce future sponsor contributions.

ESTIMATES - The preparation of financial statements in conformity with generally accepted accounting principles requires the Administrative Committee to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

TAX STATUS

The Administrative Committee for the sponsor believes the Plan meets the requirements for tax qualification described in Section 401(a) of the Internal Revenue Code of 1986 (the Code). Accordingly, the Plan's related trust is exempt from tax under Section 501(a) of the Code. A favorable determination letter has been received from the Internal Revenue Service on the tax qualification of the Plan as amended through September 22, 1997. Continued qualification of the Plan will depend upon its operation in accordance with applicable requirements of the Code.

INVESTMENTS

Under the terms of an agreement between Reiser, Builder & Douglas, Inc. Investment Advisors and the sponsor, the investment advisor establishes investment portfolios and selects specific investment vehicles (primarily equity

7 THE CROWN CRAFTS, INC. 401(k) RETIREMENT SAVINGS PLAN NOTES TO FINANCIAL STATEMENTS

INVESTMENTS - continued

The following table presents the fair value of investments as of December 31, 1997 and 1996:

<TABLE> <CAPTION>

<caption></caption>				
	1997	199	6	
	NUMBER OF	NU	MBER OF	
S	HARES/UNITS	FAIR VALUE	SHARES	JUNITS FAIR VALUE
<s></s>	<c> <c></c></c>	<c></c>	<c></c>	
SHORT-TERM INVES				
Atlanta Money Marke	et 16,066	\$ 16,066	82,644	\$ 82,644
COMMON STOCKS				
Crown Crafts, Inc.	12,141	189,703	7,428	74,280
MUTUAL FUNDS				
EuroPacific Growth F	und 10 899	283 584	4 411	114 855
Federated Max-Cap F				
Federated Mini-Cap F				
Stable Value Fund		519,135		
Dreyfus MidCap Inde		189,085	3.354	71.210
PIMCO Total Return		432,484		
Twentieth Century Ul	· ·	893,930		
·				·
	3,325,843		1,482,954	
PARTICIPANT LOAN	IS	17,655		
	\$3,549,267	7	\$ 1,639,878	
	=======			====

</TABLE>

ADMINISTRATIVE EXPENSES

The Plan sponsor paid \$74,315 and \$58,905 of administrative expenses incurred by the Plan during 1997 and 1996, respectively.

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SUPPLEMENTAL SCHEDULES

THE CROWN CRAFTS, INC. 401(k) RETIREMENT SAVINGS PLAN

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES

ITEM 27a OF FORM 5500

DECEMBER 31, 1997

COST

<TABLE> <CAPTION>

CURRENT

IDENTITY OF ISSUER

DESCRIPTION OF INVESTMENT <C>

VALUE

<C>

SHORT-TERM INVESTMENTS

SouthTrust Bank, N.A.

Atlanta Money Market \$ 16,066

\$ 16,066

COMMON STOCKS

Crown Crafts, Inc.

Common Stock

130,344

189,703

MUTUAL FUNDS

The American Funds Group

EuroPacific Growth Fund 287,976

283,584

Federated Investors Federated Investors

Federated Max-Cap Fund 687,853 Federated Mini-Cap Fund 175,982 Federated Mini-Cap Fund

825,750 181,875

Morley Institutional

Investors

Stable Value Fund

486,410

519,135

PIMCO

Dreyfus Family of Funds Dreyfus MidCap Index Fund 166,637 PIMCO Total Return 427,208

189,085 432,484

American Century

Investments

Twentieth Century Ultra

956,758

893,930

----------3,188,824

3,325,843

PARTICIPANT LOANS

Participant Loans

9.5% Notes Receivable

from Participants

17,655

TOTAL INVESTMENTS

\$3,335,234

\$3,549,267

</TABLE>

THE CROWN CRAFTS, INC. 401(K) RETIREMENT SAVINGS PLAN

SCHEDULE OF REPORTABLE TRANSACTIONS

ITEM 27d OF FORM 5500

YEAR ENDED DECEMBER 31, 1997

EMPLOYER IDENTIFICATION NUMBER: 58-0678148

PLAN NUMBER: 334

<TABLE>

<CAPTION>

CURRENT VALUE

OF ASSET

IDENTITY OF PURCHASE PARTY INVOLVED $\langle S \rangle$ <C> <C>

<C>

<C>

<C>

SELLING COST OF ON TRANSACTION DESCRIPTION OF ASSET PRICE PRICE ASSET DATE

<C>

GAIN

The American Funds

Group EuroPacific Growth Fund \$ 179,760

\$ 179,760 \$ 179,760

The American Funds

Group EuroPacific Growth Fund \$ 4,939 \$ 4,370 \$ 4,939

\$ 569

Federated Investors	Federated Max-Cap Fun	nd \$ 389,229	\$ 389,229	\$ 389,229	
Federated Investors	Federated Max-Cap Fu	nd \$ 24,118	\$ 19,499	\$ 24,118	\$ 4,619
Federated Investors	Federated Mini-Cap Fu	nd \$ 102,751	\$ 102,751	\$ 102,751	
Federated Investors	Federated Mini-Cap Fu	nd \$ 2,954	\$ 2,780	\$ 2,954 \$	174
Morley Institutional Investors	Stable Value Fund \$	201,448 \$ 201	1,448 \$ 201	,448	
Morley Institutional Investors	Stable Value Fund	\$ 18,600 \$ 17,	478 \$ 18,6	500 \$ 1,122	
PIMCO	PIMCO Total Return	\$ 241,437 \$	241,437 \$	241,437	
PIMCO	PIMCO Total Return	\$ 8,984 \$	8,812 \$ 8	,984 \$ 172	2
American Century Investments 					

 Twentieth Century Ultra | \$ 569,957 | 569,957 \$ | 569,957 | |

11 THE CROWN CRAFTS, INC. 401(k) RETIREMENT SAVINGS PLAN

SCHEDULE OF REPORTABLE TRANSACTIONS

ITEM 27d OF FORM 5500

YEAR ENDED DECEMBER 31, 1997

EMPLOYER IDENTIFICATION NUMBER: 58-0678148 PLAN NUMBER: 334

<TABLE> <CAPTION>

CURRENT VALUE OF ASSET COST OF ON TRANSACTION **IDENTITY OF** PURCHASE SELLING NET DESCRIPTION OF ASSET PRICE PRICE ASSET **GAIN** PARTY INVOLVED DATE <S> <C> <C> <C> <C> <C> <C> American Century Investments Twentieth Century Ultra \$ 24,360 \$ 22,041 \$ 24,360 \$ 2,319 Dreyfus Family Dreyfus MidCap Index Fund \$ 95,495 \$ 95,495 \$ 95,495 of Funds Dreyfus Family of Funds Dreyfus MidCap Index Fund \$ 3,010 \$ 2,665 \$ 3,010 \$ 345 </TABLE>

CONSENT OF INDEPENDENT ACCOUNTANTS

We consent to the incorporation by reference in the Registration Statement (Form S-8 No. 33- 64499) pertaining to The Crown Crafts, Inc. 401(k) Retirement Savings Plan of our report dated July 2, 1998, with respect to the financial statements and schedules of The Crown Crafts, Inc. 401(k) Retirement Savings Plan included in this Annual Report (Form 11-K) for the year ended December 31, 1997.

/s/ Joseph Decosimo and Company, LLP

JOSEPH DECOSIMO AND COMPANY A GEORGIA LIMITED LIABILITY PARTNERSHIP

Atlanta, Georgia July 13, 1998