

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): November 15, 2012

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))

Item 7.01. Regulation FD Disclosure.

Beginning on November 15, 2012, 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 attached to this Current Report on Form 8-K as Exhibit 99.1.

The Company is furnishing the text of the slide show pursuant to Securities and Exchange Commission ("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 the slide show, 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 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 November 15, 2012.

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: November 15, 2012

By: /s/ Olivia W. Elliott

Olivia W. Elliott
Vice President and Chief Financial Officer

Exhibit Index

<u>Exhibit No.</u>	<u>Exhibit Description</u>
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99.1	Slide show to be presented at conferences and meetings beginning on November 15, 2012.
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CROWN CRAFTS, INC.

NASDAQ-CM: CRWS

Southwest IDEAS
Investment Conference

November 15, 2012



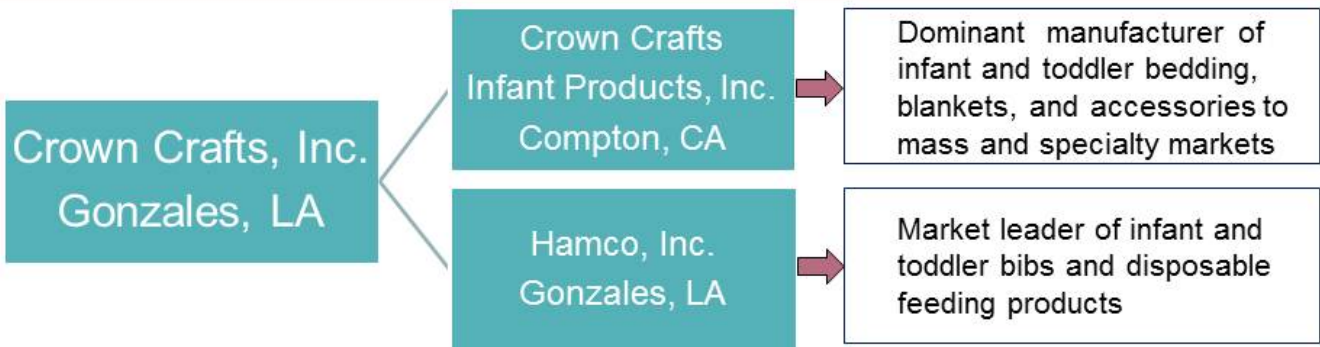
Cautionary Notice Regarding Forward-Looking Statements

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.

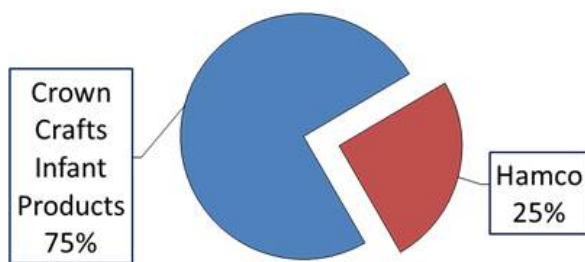


Company Snapshot

Percentages based on operating results for the fiscal year ended April 1, 2012



Net Sales by Operating Subsidiary



Gross Sales by Product Category (Unaudited)





Product Offerings

Crown Crafts Infant Products

- Infant Bedding
- Toddler Bedding
- Blankets
- Accessories

Hamco

- Bibs
- Disposable Items
- Bath Items
- Accessories

- Industry leader in design expertise
- Maintains a streamlined overhead structure



Distribution Channels

Company-Owned Brands

NoJo
only the best for baby®



Little Bedding
by NoJo


Kimberly Grant.

Quality Licenses



Fisher-Price



carter's

nickelodeon



Little Me



Crown Crafts Infant Products



Infant (Crib) Bedding

- Generally used until age 2
- Crib bedding ranks fourth among the items that new moms own



Toddler Bedding

- Generally used from ages 2-4
- Almost entirely driven by licenses as children experience movies, toys, etc.



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 Interactive Placemats

Disposable Toilet Seat Covers

Disposable Cup Labels

Disposable Changing Mats

Disposable Bibs

Disposable Floor Mats

Disposable Shopping Cart Covers

Reusable Floor Mats

- More than **95% market share**, with distribution in grocery and drug stores, restaurants, specialty stores and mass market retailers





Neat Solutions® Products

potty topper®



floor topper®



tidy topper® name tag labels



shopper topper®



table topper®





Bibsters®

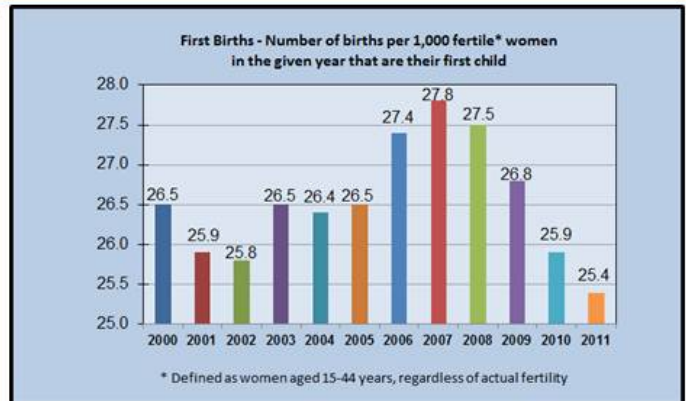
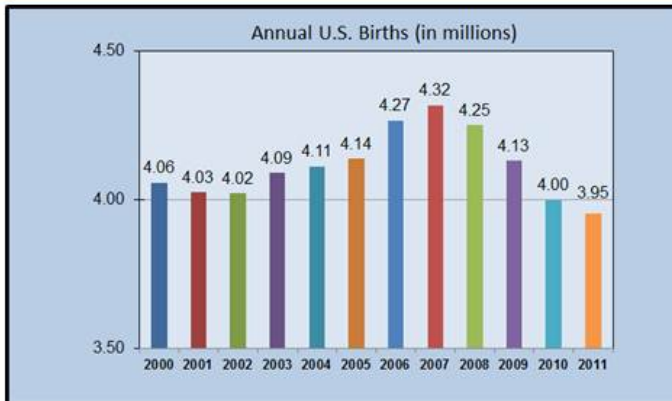
- Bibsters® disposable bibs were launched by Procter and Gamble in February 2003 and acquired by Hamco in May 2010 – provides a disposable bib solution for moms “on the go”
- Bibsters® product line includes:

16 Count Toddler Pocket Bib	4 Count Trial and Travel Size Bib
32 Count Toddler Pocket Bib	20 Count Book-o-Bibs™
- **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





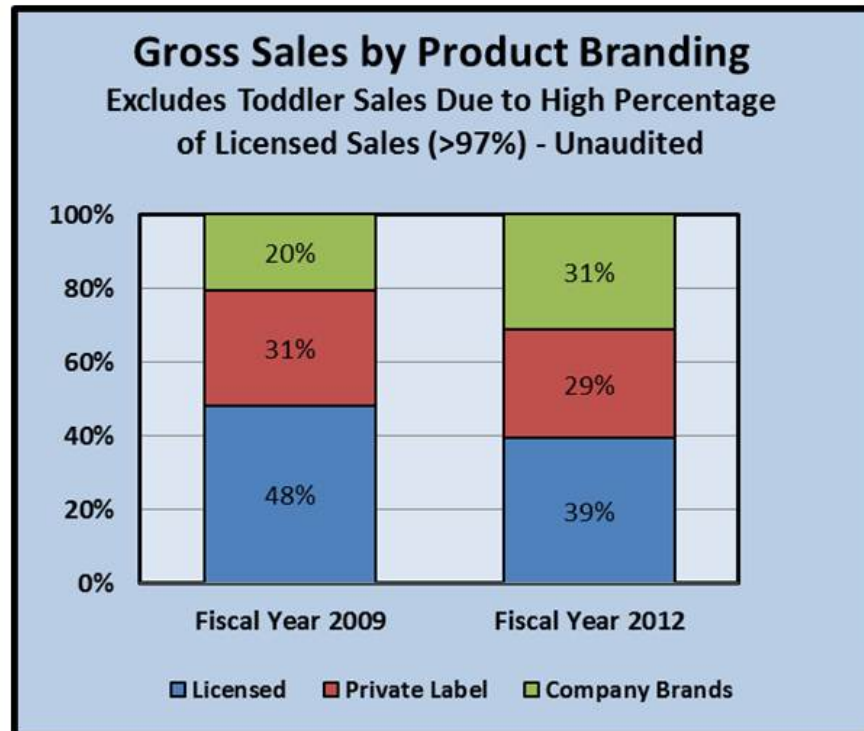
Demand Factors – Birth Trends



- Baseline demand is derived from annual births in the U.S.
 - Decreased by over 8% from 2007 to 2011
 - First births are at their lowest point in ten years
 - White births are no longer the majority in the U.S.
 - Moreover, white women as a group are aging, with a median age of 42
 - Hispanic women, however, with a median age of 27, are at their peak fertility
 - Nearly half of moms say that the economy factored into their plans to have a baby

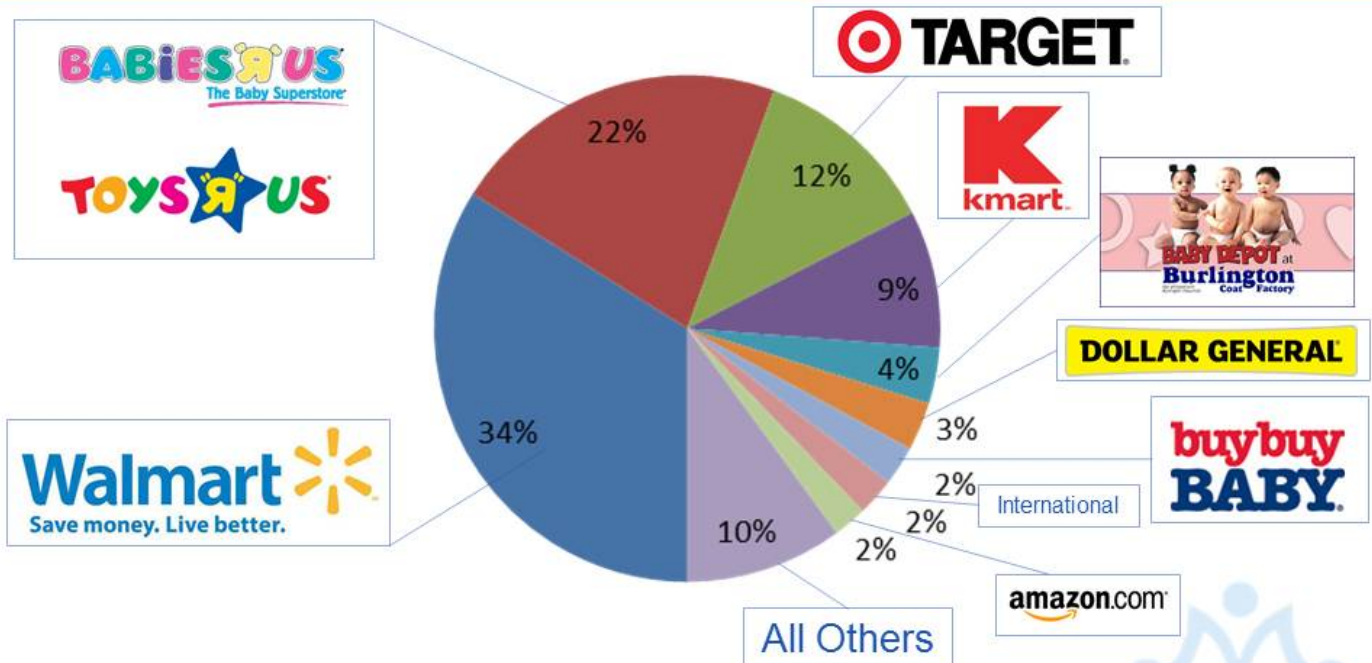


Brand Portfolio is Balanced





Dominant Retail Distribution



Gross Sales by Customer
For the Fiscal Year Ended April 1, 2012
(Unaudited)

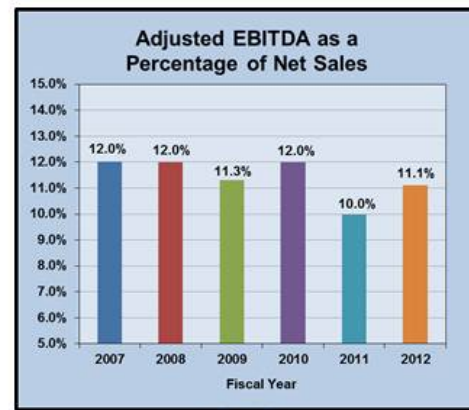
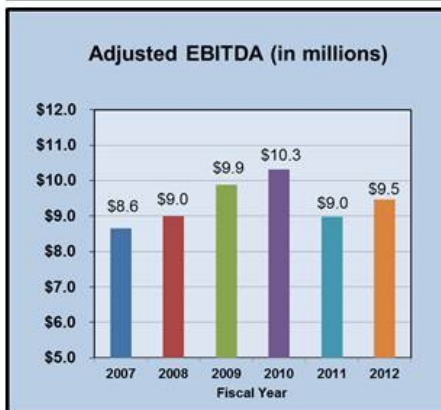
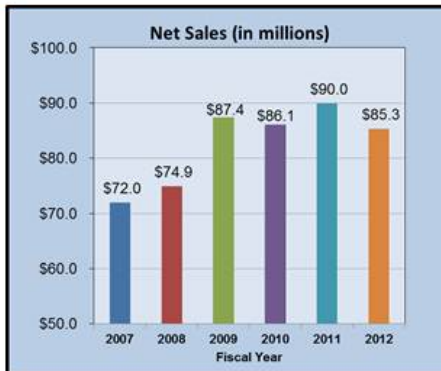


Financial Highlights



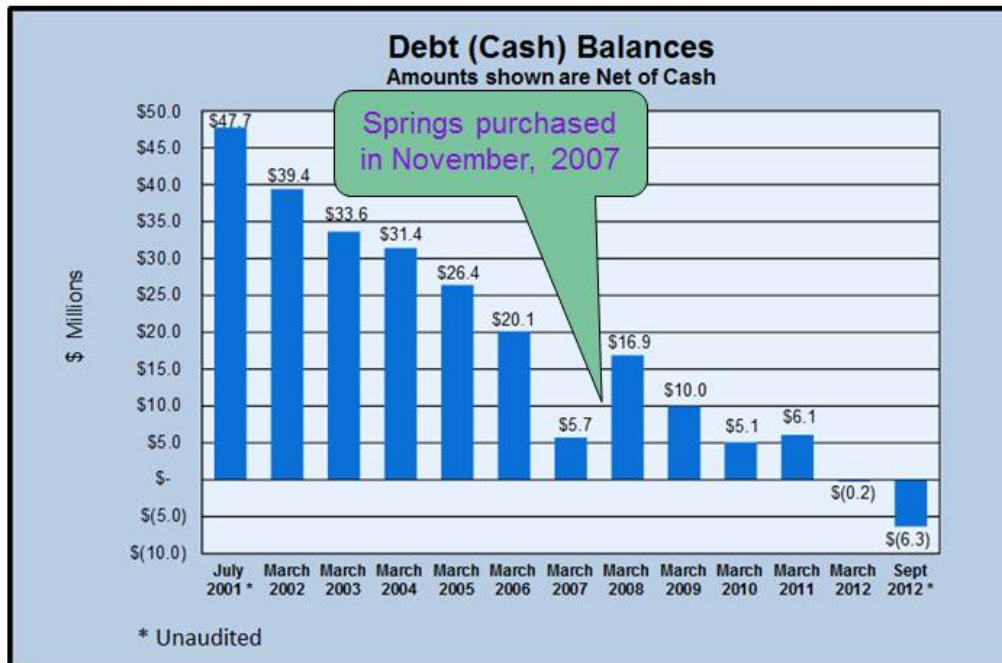


Operating Highlights





Operating Cash Flow Strengthens Balance Sheet



In addition to lowering its debt levels, the Company has, since December 2006, paid \$18.4 million for acquisitions and \$4.0 million in cash dividends.



Stock Return Metrics



The dividend yield is calculated prospectively on the presumption of the annualization of the most recently declared regular dividend, the hypothetical purchase of the Company's common stock at the day's closing price, and the subsequent ownership of the stock at least through the record date of the next regular dividend.



Dividend History (Since the Resumption of Regular Dividends in 2010)

<u>Quarterly Dividend</u>	<u>Date Declared</u>	<u>Date Paid</u>	<u>Dividend Per Share</u>	<u>Dividend Amount</u>
1	02/09/10	04/02/10	\$ 0.02	\$ 184,298
2	05/07/10	07/02/10	\$ 0.02	\$ 185,100
3	08/10/10	10/01/10	\$ 0.02	\$ 190,942
4	11/04/10	12/31/10	\$ 0.02	\$ 191,629
5	02/04/11	04/08/11	\$ 0.03	\$ 287,478
6	05/20/11	07/08/11	\$ 0.03	\$ 288,760
7	08/09/11	10/07/11	\$ 0.03	\$ 289,667
8	11/07/11	01/06/12	\$ 0.04	\$ 386,308
9	02/09/12	04/06/12	\$ 0.04	\$ 386,660
10	03/22/12	07/06/12	\$ 0.08	\$ 779,784
11	08/14/12	10/05/12	\$ 0.08	\$ 784,203
Total Paid through 11/15/12			\$ 0.41	\$ 3,954,829
12	11/07/12	12/27/12	\$ 0.08	\$ 784,340
Special	11/07/12	12/27/12	\$ 0.50	\$ 4,902,124
Declared through 11/15/12			\$ 0.99	\$ 9,641,293

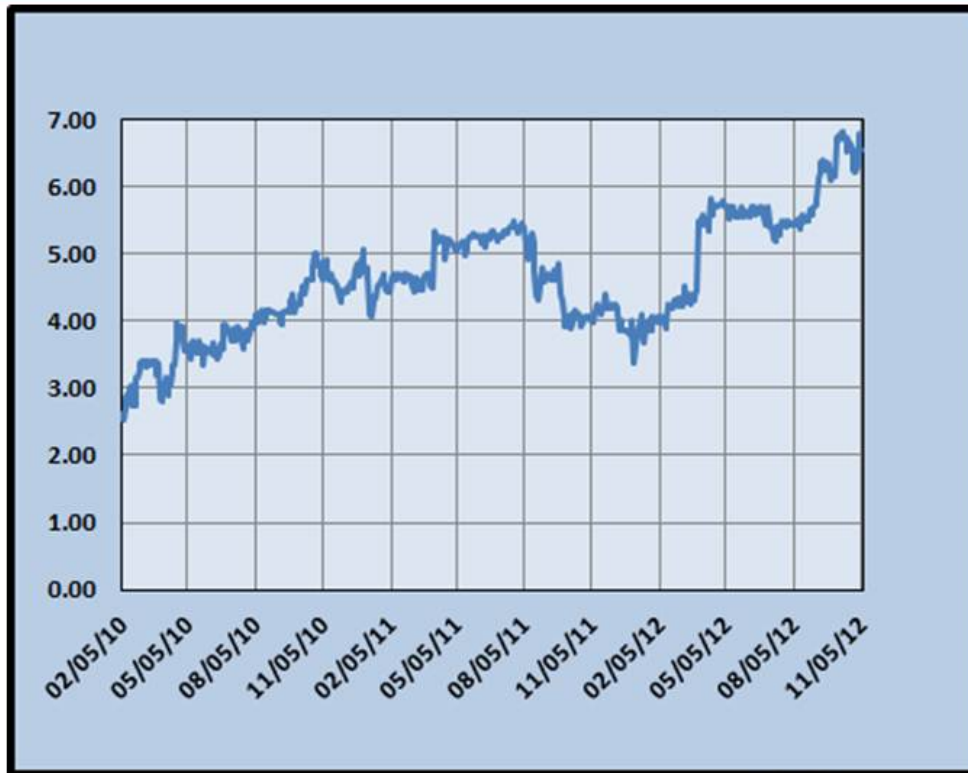
The Company's dividend history demonstrates the Board's commitment to an immediate return of value and its confidence in the Company's strong and sustainable free cash flow.

The amounts shown for the regular and special dividends to be paid on 12/27/12 are based on the number of outstanding shares on 11/05/12, and are subject to change based upon changes in the number of outstanding shares before the record date of 12/14/12.

The declaration of each dividend is at the discretion of the Company's Board of Directors, and the Company expressly disclaims any guarantees as to the frequency and amount of any future dividends.



Market Capitalization as a Multiple of Reported Trailing 12-Month Adjusted EBITDA





Investor Considerations

- **Strong balance sheet**
 - *Debt free and building cash*
- **High-yielding dividend**
- **Robust and consistent operating cash flow**
- **Analyst coverage**
 - *Roth Capital Partners* *Elizabeth Pierce, CFA*
 - *Sidoti & Company, LLC* *James Fronda*



For Additional Information

Attendees and other viewers of this 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 and the Securities Exchange Act of 1934. 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.





The Presentation of Non-GAAP Financial Measures

In addition to the Company's presentation of its financial position and results of operations in conformity with accounting principles generally accepted in the U.S. ("GAAP"), the Company has also presented measures of its financial position which are not determined in accordance with GAAP. These non-GAAP financial measures include Adjusted EBITDA and Adjusted diluted earnings per share. Adjusted EBITDA excludes a gain on debt restructuring in fiscal year 2007 and a goodwill impairment charge in fiscal year 2009, and Adjusted diluted earnings per share excludes these items on an after-tax basis. The Company, consistent with its internal analysis, has also presented its debt balances on a net-of-cash basis. Offsetting these amounts in this manner is permitted under GAAP in only limited circumstances. The Company uses non-GAAP financial measures internally to monitor the Company's operating results and cash flow and to evaluate the performance of its businesses. The Company believes that non-GAAP financial measures provide useful information and are 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 to calculate non-GAAP financial measures are significant components in understanding and assessing the Company's financial position and results of operations. These non-GAAP measures are provided as supplemental information and should be considered in addition to, and not as a substitute for, the Company's GAAP measures, including its debt balances, net income or loss, diluted earnings per share, cash flow provided by or used in operating, investing or financing activities, and other measures of financial position or results of operations 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.



Non-GAAP Reconciliations

(in thousands, except per share amounts - Unaudited)

	Fiscal Year						Quarter Ended	
	2007	2008	2009	2010	2011	2012	07/01/12	09/30/12
Adjusted EBITDA:								
Net income (loss)	\$ 7,601	\$ 4,353	\$ (17,086)	\$ 4,780	\$ 4,306	\$ 5,039	\$ 897	\$ 755
Interest expense	1,362	775	1,089	692	460	229	19	18
Interest income	(108)	(12)	(139)	(17)	(2)	(0)	(6)	(24)
Income tax expense	3,318	2,746	1,102	3,034	2,726	2,880	531	392
Depreciation	452	349	285	286	257	267	55	54
Amortization	107	784	1,745	1,544	1,224	1,057	187	194
EBITDA	12,732	8,995	(13,004)	10,319	8,971	9,472	1,683	1,389
Gain on debt restructuring	(4,069)	-	-	-	-	-	-	-
Impairment to goodwill	-	-	22,884	-	-	-	-	-
Adjusted EBITDA	\$ 8,663	\$ 8,995	\$ 9,880	\$ 10,319	\$ 8,971	\$ 9,472	\$ 1,683	\$ 1,389
Adjusted diluted earnings per share:								
Net income (loss)	\$ 7,601	\$ 4,353	\$ (17,086)	\$ 4,780	\$ 4,306	\$ 5,039	\$ 897	\$ 755
Gain on debt restructuring	(4,069)	-	-	-	-	-	-	-
Impairment to goodwill	-	-	22,884	-	-	-	-	-
Income tax expense (benefit) on above	373	-	(1,323)	-	-	-	-	-
Adjusted net income	\$ 3,905	\$ 4,353	\$ 4,475	\$ 4,780	\$ 4,306	\$ 5,039	\$ 897	\$ 755
Diluted shares outstanding	10,038	10,165	9,317	9,295	9,670	9,747	9,802	9,847
Adjusted diluted earnings per share	\$ 0.39	\$ 0.43	\$ 0.48	\$ 0.52	\$ 0.45	\$ 0.52	\$ 0.09	\$ 0.08