

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 20, 2013

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 20, 2013, 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 20, 2013.

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 20, 2013

/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 November 20, 2013.



CROWN CRAFTS, INC.
NASDAQ-CM: CRWS





Crown Crafts, Inc.

Cautionary Notice Regarding Forward-Looking Statements



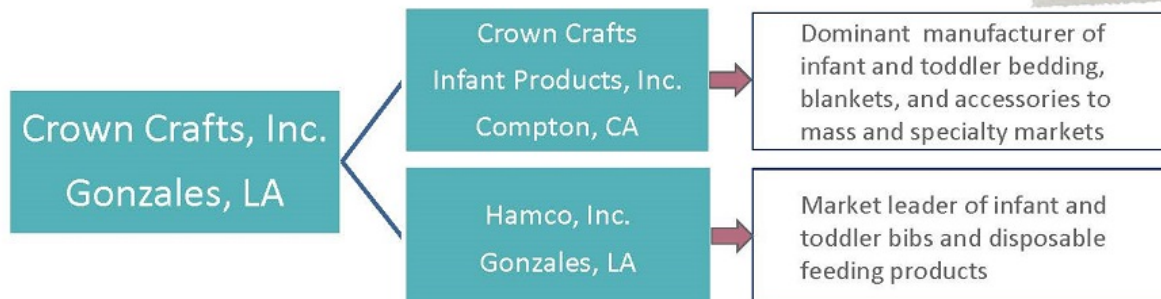
This presentation contains forward-looking statements by Crown Crafts, Inc. (the "Company") within the meaning of the Securities Act of 1933, the Securities Exchange Act of 1934, the Private Securities Litigation Reform Act of 1995, and all Rules and Regulations issued thereto. Such statements are based 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.



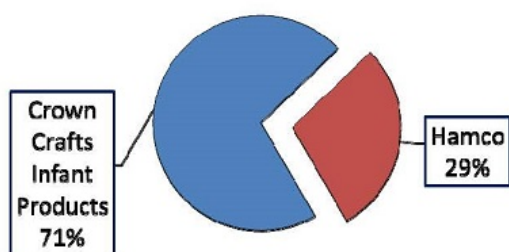
Crown Crafts, Inc.

Company Snapshot

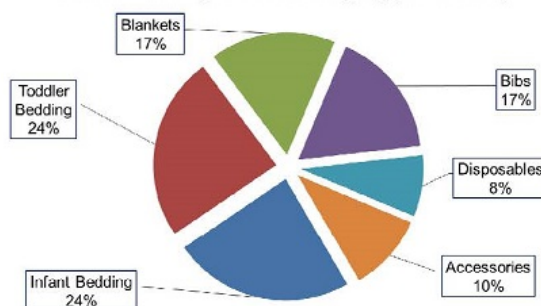
Percentages based on operating results for the fiscal year ended March 31, 2013



Net Sales by Operating Subsidiary



Gross Sales by Product Category (Unaudited)





Our Products



Crown Crafts markets a variety of products under Company-owned trademarks, as well as licensed collections and private label programs for certain of its customers, including:

- Crib Bedding
- Toddler Bedding
- Blankets
- Wall Décor
- Wearable Blankets
- Plush
- Security Blankets
- Bibs and Burp Cloths
- Disposable Items
 - Bibs
 - Placemats
 - Floor Mats
 - Toilet Seat Covers
- Bath Towels and Accessories



Crown Crafts, Inc.

Crown Crafts Infant Products



Decorating a baby's room is a fun and exciting time, but it can also be overwhelming. We believe that the heart of a child's room is not what is physically held within the four walls, but rather the relationship between the child and its parents. This serves as the basis of the heartfelt development of our products – offering quality, safety & style.



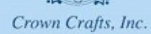
Crib Bedding – Generally used until age 2

- Designs include traditional, contemporary, textured and whimsical patterns



Toddler Bedding – Generally used from ages 2-4

- Designs are almost entirely driven by licenses as children experience movies, toys, etc.





Crown Crafts, Inc.

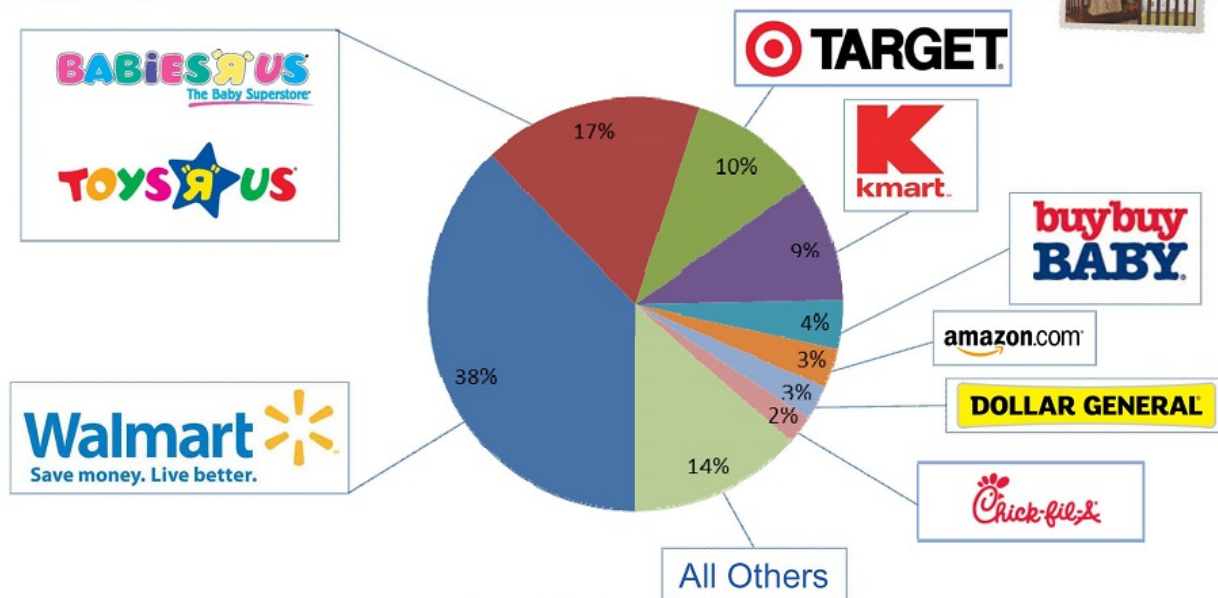
Neat Solutions® Products





Crown Crafts, Inc.

Dominant Retail Distribution



Gross Sales by Customer
For the Fiscal Year Ended March 31, 2013
(Unaudited)



Crown Crafts, Inc.

Distribution Channels



Company-Owned Brands

NoJo
only the best for baby®



Little Bedding
by NoJo


Kimberly Grant

Quality Licenses



Fisher-Price

carter's



nickelodeon

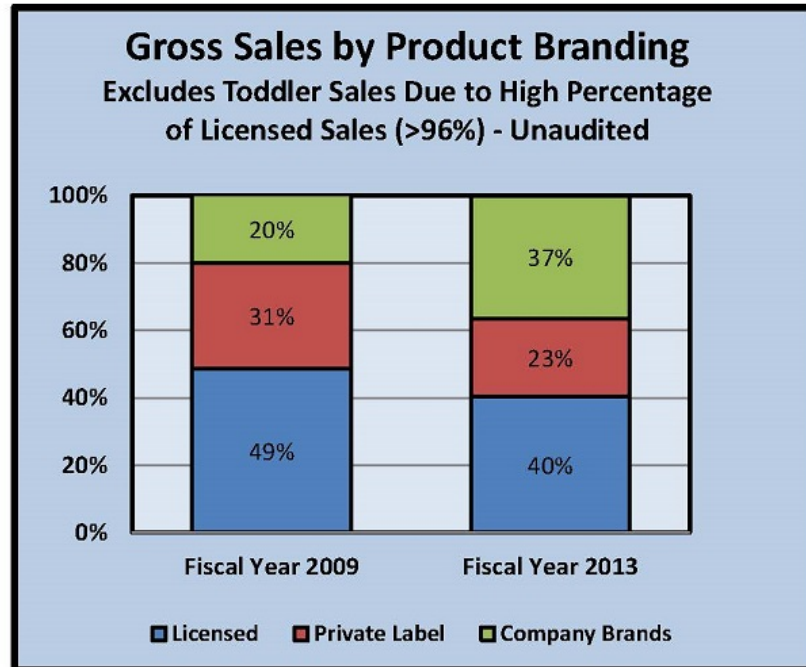
wendy bellissima

Little Me



Crown Crafts, Inc.

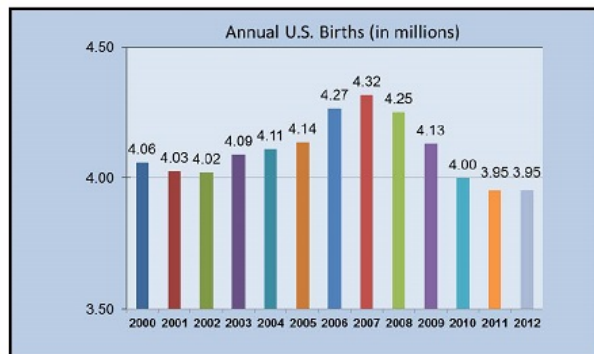
Shift Towards Company Brands





Crown Crafts, Inc.

Demand Factors – Birth Trends



- Baseline demand is derived from annual births in the U.S.
 - Decreased by over 8% from 2007 to 2012
 - First births are at their lowest point in recorded history
 - 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

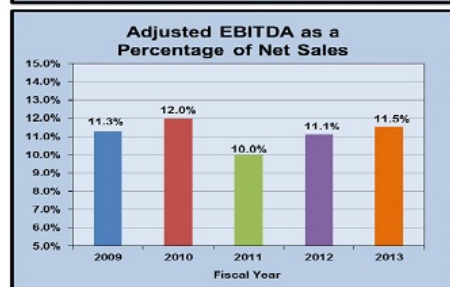
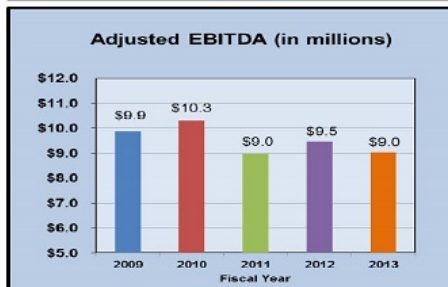
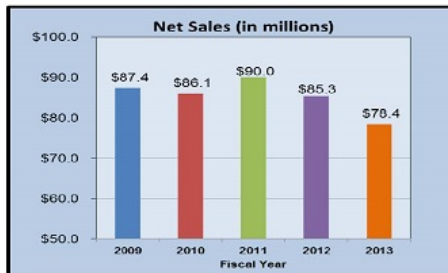


Financial Highlights

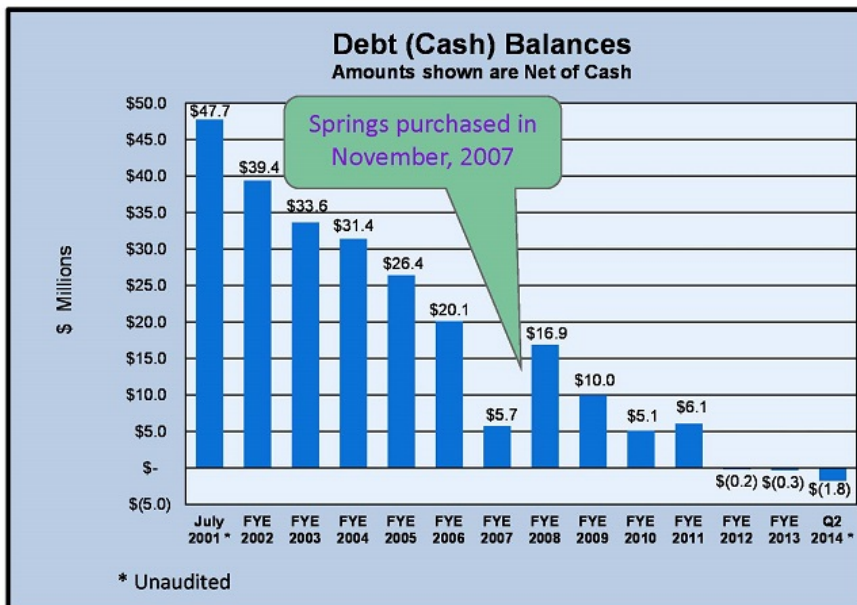
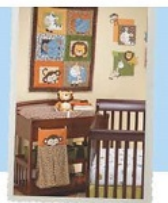


Crown Crafts, Inc.

Operating Highlights

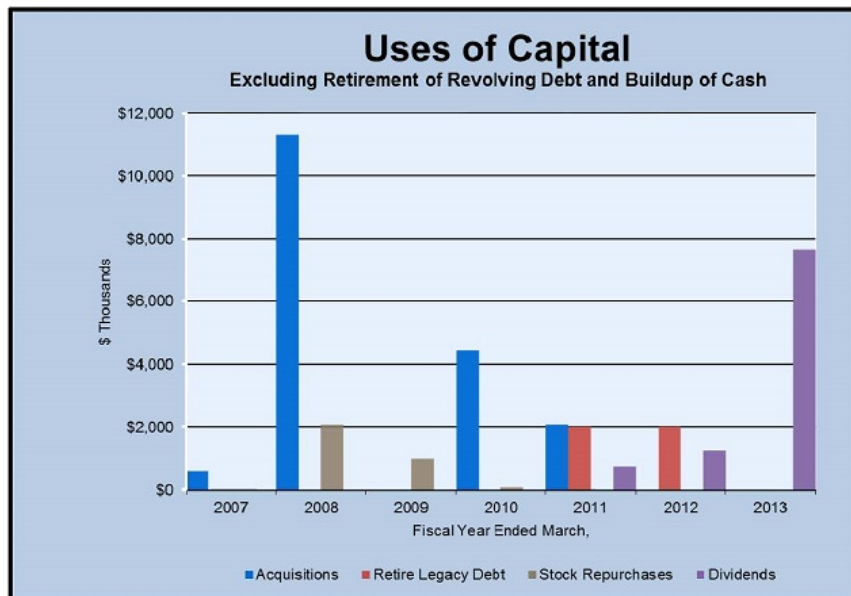


Operating Cash Flow Strengthens Balance Sheet...



In addition to lowering its debt levels, the Company has, since December 2006, paid \$18.4 million for acquisitions and \$12.0 million in cash dividends.

...and Allows for Investments to Provide Value to Shareholders



- Acquisitions reflected on an accrual basis
- Stock repurchases exclude those incident to share-based compensation



Crown Crafts, Inc.

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.
- 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.



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.



www.crowncrafts.com



Crown Crafts, Inc.

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 goodwill impairment charge in fiscal year 2009, and Adjusted diluted earnings per share excludes this item 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 has also excluded the effect of transactions incident to share-based compensation from share repurchase amounts. 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 service its 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.



Crown Crafts, Inc.

Non-GAAP Reconciliations

(in thousands, except per share amounts - Unaudited)



	Fiscal Year				
	2009	2010	2011	2012	2013
Adjusted EBITDA:					
Net income (loss)	\$ (17,086)	\$ 4,780	\$ 4,306	\$ 5,039	\$ 5,111
Interest expense	1,089	692	460	229	81
Interest income	(139)	(17)	(2)	(0)	(61)
Income tax expense	1,102	3,034	2,726	2,880	2,907
Depreciation	285	286	257	267	232
Amortization	1,745	1,544	1,224	1,057	766
EBITDA	(13,004)	10,319	8,971	9,472	9,036
Impairment to goodwill	22,884	-	-	-	-
Adjusted EBITDA	\$ 9,880	\$ 10,319	\$ 8,971	\$ 9,472	\$ 9,036
Adjusted diluted earnings per share:					
Net income (loss)	\$ (17,086)	\$ 4,780	\$ 4,306	\$ 5,039	\$ 5,111
Impairment to goodwill	22,884	-	-	-	-
Income tax expense (benefit) on above	(1,323)	-	-	-	-
Adjusted net income	\$ 4,475	\$ 4,780	\$ 4,306	\$ 5,039	\$ 5,111
Diluted shares outstanding	9,317	9,295	9,670	9,747	9,786
Adjusted diluted earnings per share	\$ 0.48	\$ 0.52	\$ 0.45	\$ 0.52	\$ 0.52