## Edgar Filing: Hanesbrands Inc. - Form 4

Hanesbrand Form 4	s Inc.									
June 13, 20	13									
FORM		CT A TEC	CECU	DITIEC		CHANCE		т	PPROVAL	
	UNITED	SIAIES		ashington			E COMMISSIO	N OMB Number:	3235-0287 January 31,	
Check t if no lor	aar	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								
subject Section Form 4	to SIAIEN 16.	AENT OI	Estimated burden hou response	urs per						
Form 5 obligation may con <i>See</i> Inst 1(b).	ons Section 17(	(a) of the l	Public U	Jtility Hol	ding Cor		nge Act of 1934, of 1935 or Section 1940	on		
(Print or Type	Responses)									
1. Name and Ryan Mich	Symbol	er Name <b>an</b> orands Inc		Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) (	(First) (Middle) 3. Date of Earliest Transaction					(Che			
1000 EAST HANES MILL ROAD			(Month/Day/Year) 04/29/2013				Director 10% Owner X Officer (give title Other (specify below) below) Controller and CAO			
WINGTON	4. If Amendment, Date Original Filed(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>					
WINSTON	I SALEM, NC 27	105					Person		-F8	
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V		(D) Price				
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	-	-	-	ation of	SEC 1474	
					inforn requi	nation con red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	(9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Underlying Securities	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr.	8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Instr. 5)	
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (1)	<u>(1)</u>	04/29/2013	А	v	12		(2)	(2)	Common Stock	12	\$ 49.47 ( <u>3)</u>

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Ryan Michael S. 1000 EAST HANES MILL ROAD WINSTON SALEM, NC 27105			Controller and CAO				
Signatures							

Joia M. Johnson, Attorney-in-Fact 06/13/2013

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Represents a hypothetical investment in Hanesbrands Inc. common stock under the Hanesbrands Inc. Supplemental Employee Retirement Plan (the "Plan"). Following the Reporting Person's retirement or other termination of employment from Hanesbrands Inc. or as otherwise

 permitted under the terms of the Plan, balances in the Plan are settled in cash based on the value of Hanesbrands Inc. common stock on the applicable valuation dates determined under the terms of the Plan. The number of share equivalents shown is an estimate because the Reporting Person's interest in the Plan is denominated in units.

Following the Reporting Person's retirement or other termination of employment from Hanesbrands Inc. or as otherwise permitted under (2) the terms of the Plan, balances in the Plan are settled in cash based on the value of Hanesbrands Inc. common stock on the applicable valuation dates determined under the terms of the Plan.

- (3) The number of share equivalents reported was determined by dividing the dollar amount credited to the Reporting Person's account by \$49.47 (the closing price for Hanesbrands Inc. common stock on the valuation date of April 29, 2013).
- (4) The balance is determined by dividing the value in the Reporting Person's account following the reported transaction by \$49.47 (the closing price for Hanesbrands common stock on the transaction date of April 29, 2013).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.