## Edgar Filing: Hanesbrands Inc. - Form 4

Hanesbrands Inc. Form 4												
October 02, 2012												
FORM 4										OMB A	PPROVA	۸L
	UNITED	STATES		RITIES A shington				COMMISSIO		OMB Number:	3235-	0287
Subject to Section 16. Form 4 or Form 5 obligations Filed pursuant to Sect				CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES ction 16(a) of the Securities Exchange Act of 1934, ablic Utility Holding Company Act of 1935 or Section					F	Estimated average burden hours per response 0.5		ry 31, 2005 0.5
See Instruction 1(b).		30(h)	of the I	nvestmen	t Cor	npan	y Act of 1	940				
(Print or Type Respon	nses)											
1. Name and Address of Reporting Person <u>*</u> GRIFFIN BOBBY J			2. Issuer Name <b>and</b> Ticker or Trading Symbol Hanesbrands Inc. [HBI]				5. Relationship of Reporting Person(s) to Issuer					
				Earliest Transaction			(Check all applicable)					
1000 EAST HANES MILL ROAD			(Month/Day/Year) 09/28/2012				_X_ Director 10% Owner Officer (give title 0ther (specify below) below)					
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>						
WINSTON-SAL	LEM, NC 27	105						Form filed by Person	y Moi	e than One R	eporting	
(City) (	(State)	(Zip)	Tab	ole I - Non-	Deriva	ative	Securities A	cquired, Disposed	of, c	or Beneficia	lly Owned	d
	ansaction Date th/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	onAcqı Disp (Inst	oosed o r. 3, 4	A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	For (D) (I)	Dwnership m: Direct or Indirect str. 4)	7. Nature Indirect Beneficia Ownersh (Instr. 4)	al ip
				Coue V	AIII	Junt	(D) Flice					
Reminder: Report on	a separate line	for each cla	ass of sec	urities bene		-	-	-				
					ir re d	nform equire	ation cont ed to respo ys a currei	spond to the colle ained in this forr ond unless the fo ntly valid OMB co	n ar orm	e not	SEC 1474 (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. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities			(Instr. 5)

Derivative Security				Acqui (A) or Dispo of (D) (Instr. and 5)	sed 3, 4,						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (1)	(2)	09/28/2012	А		666 (3)		(4)	(4)	Common Stock	666	\$ 31.8 <u>(3)</u>

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh		
FB	Director	10% Owner	Officer	Other
GRIFFIN BOBBY J 1000 EAST HANES MILL ROAD WINSTON-SALEM, NC 27105	Х			
Signatures				
Richard D. Moss Attorney-in-Fact	10/02/2	2012		
**Signature of Reporting Person	Dat	e		

## **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 Stock Equivalent Account balance under the Hanesbrands Inc. Non-Employee Director Deferred Compensation Plan (the
   (1) "Plan"). Balances in the Stock Equivalent Account may not be reallocated and are settled on a share-for-share basis of Hanesbrands Inc. common stock.
- (2) 1-for-1
- (3) Represents a deferral by the Reporting Person to a Stock Equivalent Account balance under the Plan, as determined by dividing the dollar amount of the deferral by \$31.88 (the closing market quote for Hanesbrands Inc. common stock on September 28, 2012).

Balances in the Stock Equivalent Account are settled on a share-for-share basis of Hanesbrands Inc. common stock (i) with respect to deferrals prior to January 1, 2008, at the time specified by the Reporting Person at the time of the Reporting Person's deferral election,

(4) which in no case shall be prior to the January 1 following the first anniversary of the date the deferral election is made and (ii) with respect to deferrals on or after January 1, 2008, on the earlier of the fifth anniversary of the date of the deferral or the Reporting Person's separation from service as a member of the Hanesbrands Inc. board of directors.

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.