Hanesbrands Inc. Form 4 December 09, 2014

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

Stock

(Print or Type Responses)

1. Name and Ad MOSS RICH	Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol Hanesbrands Inc. [HBI]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (M		3. Date of Earliest Transaction				(Check all applicable)			
(Last)	(1131) (14	, , , , , , ,	(Month/Day/Year)					109	% Owner	
1000 E. HAN		12/06/2014				Director 10% OwnerX Officer (give title Other (specify below)  Chief Financial Officer				
	4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
WINSTON-	SALEM, NC 271	`	nth/Day/Year)	)			Applicable Line) _X_ Form filed by Form filed by Person	One Reporting P More than One R		
(City)	(State) (	Zip) Tabl	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	(A) or		5. Amount of Securities 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)		
Common Stock	12/06/2014		D	8,174	D	<u>(1)</u>	67,432	D		
Common							7,295	I	By 401(k)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

plan

#### Edgar Filing: Hanesbrands Inc. - Form 4

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	Transaction Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (E	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (2)	(3)	12/06/2014		A	8,174	<u>(4)</u>	<u>(4)</u>	Common Stock	8,174	<u>(1</u>

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MOSS RICHARD D 1000 E. HANES MILL ROAD WINSTON-SALEM, NC 27105

Chief Financial Officer

## **Signatures**

Joia M. Johnson, attorney-in-fact

12/09/2014

\*\*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 deferral by the Reporting Person of 8,174 shares of Hanesbrands Inc. common stock upon the vesting of restricted stock units granted to the Reporting Person on December 6, 2011. The amount deferred was contributed to a stock equivalent account (the "HBI Stock Fund") in the Hanesbrands Inc. Executive Deferred Compensation Plan (the "Plan").
- (2) Represents an HBI Stock Fund balance in the Plan. Balances in the HBI Stock Fund are settled on a share-for-share basis in Hanesbrands Inc. common stock.
- (**3**) 1-for-1
- Balances in the HBI Stock Fund are settled on a share-for-share basis in Hanesbrands Inc. common stock at the time specified by the Reporting Person at the time of the Reporting Person's deferral election, which in no case shall be prior to the January 1 following the first anniversary of the date the deferral election is made.
- Includes acquisitions of 65.243, 56.715 and 46.060 phantom stock units acquired through deemed dividend reinvestment on March 11, 2014, June 3, 2014 and September 3, 2014, respectively.

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.

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