FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL	. OWNERSHIP

OMB APPRO	OVAL						
OMB Number:	3235-0287						
Estimated average burden							
hours per response:	0.5						
	OMB Number: Estimated average burd						

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Marsh John T. (Last) (First) (Middle) 1000 EAST HANES MILL ROAD					2. Issuer Name and Ticker or Trading Symbol Hanesbrands Inc. [HBI]										Direct	licable) tor er (give title		Person(s) to Issuer 10% Owner Other (specify	
					3. Date of Earliest Transaction (Month/Day/Year) 01/29/2013										below) below) President, Outerwear				
(Street) WINSTON SALEM NC 27105 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(51			n-Deriv	ative	Se	curitie	s Acc	uired.	Dis	posed o	f. 0	r Ben	efici	ally Ov	vne	d			
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		r) i	2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Secur Transaction Dispose Code (Instr. 5)		4. Securit	ities Acquired (A)		(A) or) or 5. 4 and Se Be		unt of ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount			Price	_ Tra	Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock 01/					/2013			A		9,765(1)		A	\$0).00		L,340	D		
Common Stock															145		I	By 401(k) plan	
	Та													y Own	ed				
2. Conversion or Exercise Price of Derivative Security	Conversion Date Execution Date or Exercise (Month/Day/Year) if any (Month/Day/Ye Perivative		Date,	Code (Instr.		n of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiratio (Month/D	on Dato	e ar)	Amount Securitie Underlyi Derivativ Security and 4)		ount	Derivati Securit	ivative urity	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
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Explanation of Responses:

Remarks:

Joia M. Johnson, attorney-in-01/31/2013 <u>fact</u>

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

^{1.} Consists of the portion of the 2012 performance stock and cash award (PSCA) payable in stock. This portion of the 2012 PSCA will be settled on a one-for-one basis in shares of common stock upon vesting on December 6, 2014.