

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant

Filed by a Party other than the Registrant

CHECK THE APPROPRIATE BOX:

- Preliminary Proxy Statement
- Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12

**HANES Brands Inc**  
**Hanesbrands Inc.**

(Name of Registrant as Specified In Its Charter)  
(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

PAYMENT OF FILING FEE (CHECK THE APPROPRIATE BOX):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
- 1) Title of each class of securities to which transaction applies:  
2) Aggregate number of securities to which transaction applies:  
3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):  
4) Proposed maximum aggregate value of transaction:  
5) Total fee paid:
- Fee paid previously with preliminary materials:
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.
- 1) Amount previously paid:  
2) Form, Schedule or Registration Statement No.:  
3) Filing Party:  
4) Date Filed:

On March 12, 2019, Hanesbrands Inc. (the “Company”) published a press release announcing the Company’s Board of Directors leadership succession plan. A copy of the press release is attached as Exhibit 1.

### **Cautionary Note Regarding Forward-Looking Statements**

*The press release attached hereto as Exhibit 1 contains “forward-looking” statements regarding Hanesbrands’ current expectations within the meaning of the applicable securities laws and regulations. These statements are subject to a variety of risks and uncertainties that could cause actual results to differ materially from expectations. These risks and uncertainties include, but are not limited to, the risks detailed in the company filings with the Securities and Exchange Commission, including the “Risk Factors” section of the Company’s Annual Report on Form 10-K for the fiscal year ended December 29, 2018. Forward-looking statements speak only as of the time they are made and we assume no obligation to update any of these forward-looking statements.*

### **Important Additional Information and Where to Find It**

In connection with the Company’s 2019 Annual Meeting of Stockholders, the Company has filed with the U.S. Securities and Exchange Commission (the “SEC”) a definitive proxy statement and other documents, including a proxy card. **BEFORE MAKING ANY VOTING DECISION, STOCKHOLDERS ARE ENCOURAGED TO READ ALL RELEVANT DOCUMENTS FILED WITH OR FURNISHED TO THE SEC, INCLUDING THE COMPANY’S DEFINITIVE PROXY STATEMENT AND ANY SUPPLEMENTS THERETO AND ACCOMPANYING PROXY CARD.** Investors and other interested parties may obtain the documents free of charge at the SEC’s website, [www.sec.gov](http://www.sec.gov), or from the Company at the investor relations portion of its website, [ir.hanesbrands.com](http://ir.hanesbrands.com).

### **Participants in Solicitation**

The Company, its directors and certain of its officers and other employees will be considered participants in the solicitation of proxies from stockholders in respect of the 2019 Annual Meeting. Information regarding the names of the Company’s directors and the certain officers and other employees who are considered participants, and their respective interests in the Company by security holdings or otherwise, is set forth in the Company’s definitive proxy statement, dated March 11, 2018, for its 2019 Annual Meeting of Stockholders as filed with the SEC on Schedule 14A and in the Company’s Annual Report on Form 10-K for the fiscal year ended December 29, 2018, which was filed with the SEC on February 11, 2019.

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**FOR IMMEDIATE RELEASE**

News Media, contact:

Matt Hall, (336) 519-3386

Analysts and Investors, contact:

T.C. Robillard, (336) 519-2115

**HANESBRANDS ANNOUNCES BOARD OF DIRECTORS LEADERSHIP SUCCESSION PLAN**

WINSTON-SALEM, N.C. (March 12, 2019) – HanesBrands (NYSE:HBI), a leading global basic apparel marketer, today announced that its Board of Directors has approved the appointment of Ronald L. Nelson as chairman of the board effective April 23, 2019, contingent upon his re-election to the board at the company’s annual shareholder meeting to be held that day.

Nelson would succeed Richard A. Noll, who is not seeking re-election to the board and is retiring as chairman, concluding a smooth and seamless leadership transition at the company. Noll served as chief executive officer of the company from 2006 to 2016, as chairman of the board from 2009 to 2016, as executive chairman of the board from 2016 to 2017, and as non-executive chairman of the board since 2018.

Nelson, 66, has served as a board director since 2008 and as lead director since 2015. He has served on all three of the board’s committees in his tenure, including as chairman of the Audit Committee. He has significant public company board experience and knowledge of the chairman role, including formerly serving as chairman of the board and chief executive officer of Avis Budget Group, Inc.

“After careful consideration, the Board of Directors strongly feels Ron has the leadership skills, successful public company experience, and well-versed understanding of HanesBrands to be the ideal successor as board chairman,” HanesBrands Chief Executive Officer Gerald W. Evans Jr. said. “Rich is completing an inspiring leadership career at Hanes, having led the company through the spinoff as an independent public company and driving significant growth and profitability. We all wish him the very best in retirement.”

HanesBrands is a socially responsible leading marketer of everyday basic apparel under some of the world’s strongest apparel brands in the Americas, Europe, Australia and Asia-Pacific, including *Hanes*, *Champion*, *Bonds*, *Maidenform*, *DIM*, *Bali*, *Playtex*, *Bras N Things*, *Nur Die/Nur Der*, *Alternative*, *L’eggs*, *JMS/Just My Size*, *Lovable*, *Wonderbra*, *Berlei*, and *Gear for Sports*. More information about the company and its award-winning corporate social responsibility initiatives, including environmental, social compliance and community improvement achievements, may be found on the Hanes corporate website at [www.Hanes.com/corporate](http://www.Hanes.com/corporate).

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