**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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**
   
   *ZIEGLER ANN ELIZABETH*
   
   (Last) (First) (Middle)
   
   1000 EAST HANES MILL ROAD
   
   WINSTON-SALEM NC 27105

2. **Issuer Name and Ticker or Trading Symbol**
   
   Hanesbrands Inc. [ HBI ]

3. **Date of Earliest Transaction (Month/Day/Year)**
   
   01/29/2021

4. **Transaction Code (Instr. 8)**
   
   Code: V
   
   Amount: (A) or (D)
   
   Price: $15.4

5. **Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)**
   
   26,215 D

6. **Nature of Indirect Beneficial Ownership (Instr. 4)**
   
   By trust (2)

7. **Relationship of Reporting Person(s) to Issuer**
   
   Director
   
   10% Owner
   
   Officer (give title below)
   
   Other (specify below)

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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>01/29/2021</td>
<td></td>
<td>V</td>
<td>3,901 D</td>
<td>26,215 D</td>
<td>D</td>
<td>By trust (2)</td>
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<tr>
<td>Common Stock</td>
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</tbody>
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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
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</table>

**Explanation of Responses:**

1. Represents shares of common stock withheld to pay taxes upon vesting of restricted stock units originally granted to the Reporting Person on January 28, 2020. The number of shares withheld was determined on January 29, 2021 based on the closing price of Hanesbrands Inc. common stock on January 28, 2021.

2. The shares are owned by an irrevocable trust of which the Reporting Person is the sole trustee and beneficiary.

**Remarks:**

Joia M. Johnson, attorney-in-fact 02/02/2021

**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).


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.