FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

| OMB APPROVAL |         |
|--------------|---------|
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287 Estimated average burden 0.5 hours per response:

### Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person Hanesbrands Inc. [ HBI ] **GRIFFIN BOBBY J** Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (Middle) (First) 09/30/2011 1000 EAST HANES MILL ROAD 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) Line) WINSTON-Form filed by One Reporting Person NC 27105 SALEM Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature Form: Direct Execution Date, Transaction of Indirect Securities (Month/Dav/Year 5) Beneficially if anv Code (Instr. (D) or Indirect Beneficial (Month/Day/Year) 8) Owned Following (I) (Instr. 4) (Instr. 4) Reported (A) or (D) Transaction(s) ν Price Code (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 8. Price of 9. Number of 11. Nature Derivative Conversion **Execution Date** Transaction Expiration Date Amount of Derivative derivative Ownership of Indirect Security (Instr. 3) or Exercise (Month/Day/Year) Code (Instr. Derivative (Month/Day/Year) Securities Securities Form: Beneficial (Month/Day/Year) Direct (D) 8) (Instr. 5) Beneficially Price of Securities Underlying Ownership Derivative Acquired Derivative Security Owned or Indirect (I) (Instr. 4) (Instr. 4) Following (A) or Disposed Security (Instr. 3 and 4) Reported (Instr. 3, 4 (Instr. 4) and 5)

## **Explanation of Responses:**

(2)

1. Represents a Stock Equivalent Account balance under the Hanesbrands Inc. Non-Employee Director Deferred Compensation Plan (the "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.

(D)

Date

Exercisable

(4)

Expiration

(4)

Date

Title

Commor

Stock

Phantom

Stock<sup>(1)</sup>

- 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 \$25.01 (the closing market quote for Hanesbrands Inc. common stock on September 30, 2011).
- 4. 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, 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

# Remarks:

Catherine A. Meeker Attorneyin-Fact

Amount Number

Shares

849

\$25.01<sup>(3)</sup>

10/03/2011

32 114

D

\*\* 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).

09/30/2011

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code

Α

(A)

849(3)

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

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