# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

## 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**
   - Upchurch W Howard Jr
     - (Last) 1000 EAST HANES MILL ROAD
     - (First) WINSTON-SALEM
     - (Middle) NC 27105

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

3. **Date of Earliest Transaction (Month/Day/Year)**
   - 03/01/2021

4. **Transaction(s) Reported Following Beneficially Owned**
   - 3) Deemed Ownership Included (Instr. 3 and 4)
   - 4) Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)
   - 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)

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

<table>
<thead>
<tr>
<th>Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Amount Owned Following Beneficial Ownership</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>03/01/2021</td>
<td></td>
<td>A</td>
<td>39,100</td>
<td>D $18,3293</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>03/02/2021</td>
<td></td>
<td></td>
<td>8,052</td>
<td>D $18,3216</td>
<td>D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Deemed Date (Month/Day/Year)</th>
<th>Deemed Exercisable Date (Month/Day/Year)</th>
<th>Date Exercisable or Expiration Date</th>
<th>Title of Derivative Security Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Code V</td>
<td>(A) (D)</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. This transaction was executed in multiple trades at prices ranging from $18.30 to $18.39. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request by the SEC staff, Hanesbrands Inc. or any security holder of Hanesbrands Inc full information regarding the number of shares sold at each separate price.

2. This transaction was executed in multiple trades at prices ranging from $18.30 to $18.37. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request by the SEC staff, Hanesbrands Inc. or any security holder of Hanesbrands Inc full information regarding the number of shares sold at each separate price.

**Remarks:**

Joia M. Johnson, attorney-in-fact

03/02/2021

**Signature of Reporting Person**

**Note:** File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 4 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.