FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

wasiiiigtoii,	D.C. 20349	

OMB APPROVAL

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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

						Ji Occi	1011 30	o(ii) oi tiic	IIIVCSIII	iciii C	ompany Act	01 1340						
1. Name and Address of Reporting Person* <u>Evans Gerald</u>													5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner					
(Last) 1000 EA	,	irst) S MILL ROAD	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 05/08/2017							helow)		give title Other (spelow) ief Executive Officer		pecify	
(Street) WINSTO	DN- N	С	27105		4.	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. I	e) X Form f	iled by One	Group Filing (Check Applie by One Reporting Person by More than One Reportir		1	
(City)	(S	itate)	(Zip)											Persor	l			
		Та	ble I - N	on-De	rivativ	ve Se	curi	ities Ac	quire	d, Di	sposed o	f, or Be	neficial	y Owned				
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		ar) E	2A. Deemed Execution Date, r) if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an			Benefic Owned	es ally Following	Form (D) o	: Direct   I r Indirect   I str. 4)   (	7. Nature of Indirect Beneficial Ownership		
							Code	v	Amount	(A) or (D)	Price	Reporte Transac (Instr. 3	tion(s)			(Instr. 4)		
Common Stock			05/0	8/2017	.017			M <sup>(1)</sup>		113,475	A	\$6.28	1,06	1,098		D		
Common Stock			05/0	8/2017	2017					71,366	D	\$21.47	(2) 989	9,732		D		
Common Stock			05/0	9/2017	2017					42,109	D	\$21.743	3(3) 947	947,623		D		
Common Stock													1	17		I	By 401(k) plan	
			Table II	- Deriv (e.g.	vative , puts	Sec s, call	uriti Is, w	ies Acq varrants	uired, s, opti	Dis ons,	posed of, convertil	or Ben ble secu	eficially ırities)	Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	Code (li		Deri Seci Acq or D of (E	umber of vative urities uired (A) isposed b) (Instr. and 5)	6. Date Expirat (Month	ion Da		7. Title an of Securit Underlyin Derivative (Instr. 3 a	ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio	e s Ily J	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares	:	(Instr. 4)	(0)		
Employee Stock Option (right to buy)	\$6.28	05/08/2017			M <sup>(1)</sup>			113,475	(4)		02/04/2018	Common Stock	113,475	\$6.28	113,47	74	D	

## Explanation of Responses:

- 1. The option exercise and sale reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on March 16, 2017.
- 2. Represents a "net exercise" of outstanding stock options. These shares were withheld by Hanesbrands Inc. for payment of the exercise price and applicable taxes, based on the market price of Hanesbrands Inc. common stock at the time of the option exercise on May 8, 2017 of \$21.47.
- 3. This transaction was executed in multiple trades at prices ranging from \$21.58 to \$21.875. 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.
- 4. The options vest in three installments of 33% on February 4, 2009, 33% on February 4, 2010 and 34% on February 4, 2011.

## Remarks:

Joia M. Johnson, attorney-in-05/10/2017 fact

\*\* 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.