SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-028							
Estimated average burden							
hours per respons	e: 0.5						

STATEMENT	OF	CHANGES	IN	BENEFICIAL	OWNERSHIP
	U I	UIANOLU			

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	ame and Address of Reporting Person [*] iver Kristin L		2. Issuer Name and Ticker or Trading Symbol Hanesbrands Inc. [HBI]		ationship of Reporting Po (all applicable) Director	10% Owner		
(Last) 1000 E HANE	(First) S MILL ROAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/26/2024	X	Officer (give title below) See Remar	Other (specify below) arks		
			4. If Amendment, Date of Original Filed (Month/Day/Year)		ing (Check Applicable			
(Street) WINSTON- SALEM	NC	27105		Line) X	Form filed by One Re Form filed by More th Person			
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication					
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.					

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

			-							
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Dispose Code (Instr. 5)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(11150. 4)
Common Stock	01/26/2024		F ⁽¹⁾		10,419	D	\$4.29 ⁽¹⁾	153,955	D	
Common Stock	01/26/2024		F ⁽²⁾		5,037	D	\$4.29 ⁽²⁾	148,918	D	
Common Stock	01/26/2024		F ⁽³⁾		3,587	D	\$4.44 ⁽³⁾	145,331	D	

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

			(* 37)**	,	,		,					,			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)			8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Expiration Exercisable Date		Title	Amount or Number of Shares				

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 23, 2023. The number of shares withheld was determined on January 26, 2024 based on the closing price of Hanesbrands Inc. common stock on January 23, 2024.

2. Represents shares of common stock withheld to pay taxes upon vesting of restricted stock units originally granted to the Reporting Person on January 24, 2022. The number of shares withheld was determined on January 26, 2024 based on the closing price of Hanesbrands Inc. common stock on January 24, 2024.

3. Represents shares of common stock withheld to pay taxes upon vesting of restricted stock units originally granted to the Reporting Person on January 25, 2021. The number of shares withheld was determined on January 26, 2024 based on the closing price of Hanesbrands Inc. common stock on January 25, 2024.

Remarks:

EVP, Chief Human Resources Officer & Interim Chief Legal Officer Exhibit 24 - Power of Attorney

/s/ Miranda Stephani,
Attorney-in-Fact

01/30/2024

** 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.

POWER OF ATTORNEY FOR SEC FILINGS ON FORMS 3, 4, 5 AND 144 IN RESPECT OF SECURITIES OF HANESBRANDS INC.

The undersigned hereby constitutes and appoints Stephen B. Bratspies, M. Scott Lewis, Kristin L. Oliver and Miranda Stephani, or any one of them acting alone, as their true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution for them in their name and stead in any and all capacities, to sign and file for and on their behalf, in respect of any acquisition, disposition or other change in ownership of any securities of Hanesbrands Inc. (the "Company"), the following:

- (i) any Initial Statement of Beneficial Ownership of Securities on Form 3 to be filed with the Securities and Exchange Commission;
- (ii) any Statement of Changes of Beneficial Ownership of Securities on Form 4 to be filed with the Securities and Exchange Commission;
- (iii) any Annual Statement of Beneficial Ownership of Securities on Form 5 to be filed with the Securities and Exchange Commission;
- (iv) any Notice of Proposed Sale of Securities on Form 144 to be filed with the Securities and Exchange Commission; and
- (v) any and all agreements, certificates, receipts, or other documents in connection therewith.

The undersigned hereby gives full power and authority to the attorney-in-fact to seek and obtain as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release such information to the undersigned and approves and ratifies any such release of information.

The undersigned hereby grants unto such attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary in connection with such matters and hereby ratifies all past actions by any such attorney-in-fact and agent in connection with those matters and confirms all that any such attorney-in-fact and agent or substitute may do or cause to be done by virtue hereof.

The undersigned acknowledges that:

- neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirement of the Exchange Act, (ii) any liability of the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and
- (ii) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act, including without limitation the reporting requirements under Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney.

Date: January 29, 2024

By: /s/Kristin Oliver

Name: Kristin Oliver