## Edgar Filing: Boyles Dale W - Form 4

Form 4	w										
December 15	5, 2010										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								PPROVAL 3235-0287			
Check thi if no long subject to Section 10 Form 4 ou Form 5 obligation may conti <i>See</i> Instru 1(b).	er 6. Filed pu 18 Section 17	<ul> <li>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES</li> <li>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,</li> <li>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section</li> <li>20(b) of the Investment Company Act of 1940</li> </ul>								January 31, 2005 average rs per 0.5	
(Print or Type R	Responses)										
Boyles Dale W Symb			Symbol	Name and and and and and s		Tradi	ng	5. Relationship of Reporting Person(s) to Issuer			
(M			(Month/D	3. Date of Earliest Transaction Month/Day/Year) 12/15/2010				(Check all applicable) Director 10% Owner X_Officer (give title Check of the specify below) Controller, CAO			
				endment, Date Original nth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
Common Stock	12/15/2010			Code V F	Amount 264 (1)	(D) D	Price \$ 27.44	29,273	D		
Common Stock	12/15/2010			F	1,447 (2)	D	\$ 26.06	27,826	D		
Common Stock								701	I	By 401(K) plan	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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#### number.

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

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. Transactic Code (Instr. 8)	TransactionNumber E Code of (		Expiration Date (Month/Day/Year)		tle and unt of erlying rities r. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Repo	rting O	wners		Dolotionali							

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
Boyles Dale W 1000 EAST HANES MILL ROAD WINSTON-SALEM, NC 27105			Controller, CAO					
Signatures								
Catherine A. Meeker, Attorney in fact	12	2/15/2010						
**Signature of Reporting Person		Date						

## **Explanation of Responses:**

- \* 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).

Represents shares of common stock withheld to pay taxes upon vesting of restricted stock units originally granted to the Reporting Person(1) on December 8, 2009. The number of shares withheld was determined on December 15, 2010 based on the closing price of Hanesbrands Inc. common stock on December 8, 2010.

Represents shares of common stock withheld to pay taxes upon vesting of restricted stock units originally granted to the Reporting Person(2) on December 9, 2008. The number of shares withheld was determined on December 15, 2010 based on the closing price of Hanesbrands

Inc. common stock on December 9, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.