

Hanesbrands Inc.  
Form 11-K  
June 09, 2011

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**FORM 11-K**

þ **ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE  
ACT OF 1934**

**For the fiscal year ended December 31, 2010**

**or**

o **TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE  
ACT OF 1934**

**For the transition period from**

**to**

**Commission file number: 333-137143**

**Full title of the plan and the address of the plan, if different from that of the issuer named below:**

**Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico**

**Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:**

**Hanesbrands Inc.**

**1000 East Hanes Mill Road**

**Winston-Salem, North Carolina 27105**

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Note: Schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations For Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ( ERISA ) have been omitted because they are not applicable.

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**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

To the Hanesbrands Inc. Employee Benefits Administrative Committee of the  
Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico:

We have audited the accompanying statements of net assets available for benefits of the Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico (the Plan ) as of December 31, 2010 and 2009, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform an audit of its internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note A, the Plan adopted new accounting guidance as of January 1, 2009 relating to the accounting for loans to participants.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico as of December 31, 2010 and 2009, and the changes in net assets available for benefits for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

/s/ Grant Thornton LLP  
Charlotte, North Carolina  
June 9, 2011

**Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico**  
**Statements of Net Assets Available for Benefits**

	<b>December 31, 2010</b>	<b>December 31, 2009</b>
Assets		
Investment		
Plan interest in Hanesbrands Inc. Master Investment Trust for Defined Contribution Plans at fair value	\$ 1,223,392	\$ 1,449,990
Receivables		
Company-match contribution receivable	11,730	13,664
Discretionary Company contribution receivable	106,589	116,037
	118,319	129,701
Total assets	1,341,711	1,579,691
Liabilities		
Accrued expenses	(104)	(160)
<b>Net Assets Available for Benefits at Fair Value</b>	<b>1,341,607</b>	<b>1,579,531</b>
Adjustment from fair value to contract value for interest in fully benefit-responsive investment contracts	(23,490)	(18,255)
<b>Net Assets Available for Benefits</b>	<b>\$ 1,318,117</b>	<b>\$ 1,561,276</b>

The accompanying notes are an integral part of these financial statements.

**Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico**  
**Statements of Changes in Net Assets Available for Benefits**

	<b>Year Ended December 31, 2010</b>	<b>Year Ended December 31, 2009</b>
Investment income		
Plan interest in Hanesbrands Inc. Master Investment Trust for Defined Contribution Plans net investment income	\$ 69,044	\$ 75,502
Contributions		
Company	135,723	165,661
Participants	61,914	76,186
Total contributions	197,637	241,847
Benefits paid to participants	(508,839)	(365,781)
Administrative expenses	(1,001)	(1,444)
<b>Net decrease</b>	<b>(243,159)</b>	<b>(49,876)</b>
Net assets available for benefits		
Beginning of year	1,561,276	1,611,152
End of year	\$ 1,318,117	\$ 1,561,276

The accompanying notes are an integral part of these financial statements.

**Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico**

**Notes to Financial Statements**

**December 31, 2010 and 2009**

**NOTE A DESCRIPTION OF PLAN**

The following brief description of the Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico (the Plan) is provided for general information purposes only. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

**General**

The Plan is a defined contribution plan covering eligible hourly employees of participating divisions and subsidiaries of Hanesbrands Inc. (the Company), located in Puerto Rico, who have attained the age of 21 and completed 90 days of credited service, as defined in the Plan document; bargaining unit employees are covered, however, only if the applicable collective bargaining agreement provides for their participation in the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

The Plan experienced a partial plan termination event in 2009. As a result, participants who were not 100% vested in their benefits and whose employment involuntarily terminated during 2009 became entitled to be fully vested in their Company contributions.

Grant Thornton, LLP (Grant Thornton) is the independent auditor for the Plan, the Hanesbrands Inc. Retirement Savings Plan and the Hanesbrands Inc. Salaried Retirement Savings Plan of Puerto Rico (collectively, the Savings Plans). In June 2009, Grant Thornton advised the Hanesbrands Inc. Employee Benefits Administrative Committee (the Committee), the administrator for the Savings Plans, that it had become aware that a non-U.S. affiliate of Grant Thornton was performing human resources recruitment services for an affiliate of the Savings Plans.

Grant Thornton concluded that the performance of these human resources recruitment services potentially violated independence rules adopted by the Securities and Exchange Commission (the SEC) to the extent that the positions with respect to which Grant Thornton provided recruitment services were managerial within the meaning of such rules. After conducting an internal review of the facts underlying these services, however, Grant Thornton concluded that a reasonable third party investor or Plan participant who was aware of the particular facts and circumstances underlying the relationship would conclude that such services did not impair Grant Thornton's independence. Grant Thornton shared these conclusions with the Committee, which, after conducting its own analysis with the assistance of external counsel, agreed with Grant Thornton's conclusion that Grant Thornton's independence was not impaired. The Committee and Grant Thornton reported their conclusions to the staff of the SEC, which did not object to these conclusions.

**Contributions**

Eligible employees can contribute between 1% and 10% of their pre-tax compensation, as defined in the Plan document. Contributions are subject to certain limitations under the Internal Revenue Code (IRC) and the Puerto Rico Internal Revenue Code of 1994 (PRIRC). Although employees were previously permitted to make after-tax contributions, this is no longer permitted and was not permitted during the periods presented.

The Company will contribute an amount equal to 100% of the portion of a participant's pre-tax contributions that does not exceed 2% of a participant's eligible compensation, subject to certain limitations defined in the Plan document. For the years ended December 31, 2010 and 2009, the total matching contribution by the Company was \$29,134 and \$49,624, respectively. The Company may also make a discretionary Company contribution in the amount of 2% of a participant's eligible compensation. For the years ended December 31, 2010 and 2009, the total discretionary Company contribution was \$106,589 and \$116,037, respectively.

**Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico**  
**Notes to Financial Statements**  
**December 31, 2010 and 2009 Continued**

***Participant Accounts***

Individual accounts are maintained for each of the Plan's participants to reflect Company contributions, the participant's contributions and any rollover contributions, as well as the participant's related share of the Plan's income and losses and certain related administrative expenses. Allocations of income and losses are made within each separate investment fund in proportion to each participant's investment in those funds. Allocations of certain related administrative expenses are made based on the proportion that each participant's account balance has to the total of all participants' account balances.

***Vesting***

Participants' contributions and amounts received as Company matching and rollover contributions are 100% vested at all times. Vesting in the annual discretionary Company contributions is 100% after completing three years of service, or in the case of termination due to death, disability or normal retirement without regard to years of service.

***Investment Options***

Participants may direct their total account balances among the various investment options currently available through the Plan in 1% increments and may change their investment elections at any time. Prior to the second quarter of 2009, participants could direct their balances in 10% increments and were permitted to change their investment elections quarterly.

***Forfeitures***

If a participant terminates employment for reasons other than death, disability or normal retirement age before any amounts received as annual discretionary Company contributions are vested, the unvested amount is forfeited. Forfeited balances shall first be allocated to participants who are reemployed and are entitled to reinstatement of portions of their annual discretionary Company contribution amounts that were previously forfeited and then the remainder may be used to reduce future Company matching contributions or pay administrative expenses of the Plan. Forfeited balances as of December 31, 2010 and 2009 were \$178,851 and \$166,485, respectively. For the years ended December 31, 2010 and 2009, \$9,403 and \$28 of forfeitures, respectively, was used to offset employer matching contributions.

***Benefit Payments***

Upon termination of service due to death, disability, retirement, resignation or dismissal, distribution of the vested balance in the participant's accounts will be made to the participant or, in the case of the participant's death, to his or her beneficiary by a lump-sum payment in cash (or stock, if elected, for amounts invested in the Hanesbrands Inc. Common Stock Fund).

***Withdrawals***

Participants may withdraw all or a portion of their vested account balances, provided they have attained age 59-1/2; participants may also withdraw their after-tax contributions at any time. Participants who have an immediate and substantial financial need may take a hardship withdrawal from their accounts, subject to certain limitations defined in the Plan document.

**Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico**

**Notes to Financial Statements**

**December 31, 2010 and 2009 Continued**

***New Accounting Pronouncements***

*Fair Value Measurements*

In January 2010, the Financial Accounting Standards Board ( FASB ) issued new accounting rules related to the disclosure requirements for fair value measurements. The new accounting rules require new disclosures regarding significant transfers between Levels 1 and 2 of the fair value hierarchy and the activity within Level 3 of the fair value hierarchy. The new accounting rules also clarify existing disclosures regarding the level of disaggregation of assets or liabilities and the valuation techniques and inputs used to measure fair value. The new accounting rules were effective for the Plan in 2010, except for the disclosures about purchases, sales, issuances and settlements in the rollforward of activity in Level 3 fair value measurements that are effective for the Plan in 2011. The adoption of the disclosures effective in 2010 did not have a material impact on the Plan s net assets or changes in net assets. The disclosures that are effective in 2011 are not expected to have a material impact on the Plan s net assets or changes in net assets.

*Participant Loans*

In September 2010, the FASB issued new accounting rules related to the reporting of participant loans for defined contribution benefit plans. The new accounting rules require that participant loans be carried at their unpaid principal balance plus any accrued but unpaid interest. In addition, the new accounting rules require that participant loans be classified as notes receivable from participants instead of as Plan investments. The new accounting rules were effective for the Plan in 2010 and retrospective application was required. The adoption of the new rules did not have a material impact on the Plan s net assets or changes in net assets but resulted in the reclassification of notes receivable from participants from Plan investments and interest income on notes receivable from participants from investment income as reflected in Note C.

**NOTE B SUMMARY OF ACCOUNTING POLICIES**

***Basis of Accounting***

The accompanying financial statements have been prepared using the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America ( GAAP ).

***Use of Estimates***

The preparation of financial statements requires the Plan s management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from these estimates.

***Valuation of Investments***

The Plan s sole investment is an interest in the Hanesbrands Inc. Master Investment Trust for Defined Contribution Plans (the HBI Investment Trust ). The Plan s interest in the HBI Investment Trust is based on the Plan s relative aggregate contributions, benefit payments and other relevant factors. Purchases and sales of securities in the HBI Investment Trust are recorded on a trade-date basis. Interest is recorded in the period earned. Dividends are recorded on the ex-dividend date.

The HBI Investment Trust s investments consist of investments in registered investment companies, common stocks, collective trusts and a stable value fund. Investments in registered investment companies and common stocks are valued using quoted market prices. Collective trusts are valued at fair value of participant units owned by the HBI Investment Trust based on quoted redemption values.



**Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico****Notes to Financial Statements****December 31, 2010 and 2009 Continued**

The stable value fund is reported at fair value based on the fair value of the underlying investments. These underlying investments, which are comprised of high quality, fixed income securities held in various collective trusts that are wrapped by synthetic investment contracts issued by high quality financial institutions, are required to be reported at fair value. However, contract value is a relevant measurement attribute as these investment contracts are fully benefit-responsive. Contract value represents the principal balance of the underlying investment contracts, plus accrued interest at the stated contract rates, less withdrawals and administrative charges by the financial institutions. There are no material reserves against contract value for credit risk of the contract issuers or otherwise. Under the terms of the contracts, the crediting interest rates are rates negotiated by the Company with the financial institutions. The average crediting interest rate of the investment contracts as of December 31, 2010 and 2009 was approximately 4.05% and 4.25%, respectively. The average yield for the investment contracts for the years ended December 31, 2010 and 2009 was approximately 4.26% and 3.21%, respectively. Certain events, which we refer to as market value events, may limit the ability of the stable value fund to realize the contract value of investment contracts and may therefore result in payments to participants that reflect fair value rather than contract value. Such events include, but are not limited to, certain amendments to the Plan documents or the stable value fund's investment guidelines not approved by issuers of investment contracts, failure to comply with certain contract provisions, complete or partial Plan termination or merger with another plan, suspension or substantial reduction of Plan sponsor contributions to the Plan, debt default by the Plan sponsor, bankruptcy of the Plan sponsor or other Plan sponsor events that could cause substantial withdrawals from the Plan or the stable value fund, failure of the trust which holds the assets of the Plan to qualify for exemption from federal income taxes, and the occurrence of certain prohibited transactions under ERISA. The Plan administrator does not believe that any events that have occurred to date constitute market value events. The Plan may terminate its investment in the stable value fund upon election and sixty days' notice. The Statements of Net Assets Available for Benefits present the fair value of the stable value fund as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statements of Changes in Net Assets Available for Benefits present the contract value of the investment contracts.

In general, the investments provided by the Plan are exposed to various risks, such as interest rate, credit and overall market volatility risks. Due to the level of risk associated with certain investments, it is reasonably possible that changes in the values of investments will occur in the near term and that such changes could materially affect the amounts reported in the Statements of Net Assets Available for Benefits and participants' individual account balances.

***Administrative Expenses***

Costs of administering the Plan for the years ended December 31, 2010 and 2009 were paid by the Company, except for certain investment management fees which were paid directly by the HBI Investment Trust or offset against the HBI Investment Trust's investment returns.

**NOTE C PLAN INTEREST IN HBI INVESTMENT TRUST**

The Plan's investments are in the HBI Investment Trust which provides for the investment of assets of the Plan and the other Savings Plans.

As part of an effort to provide employees with valuable retirement tools and service and achieve cost savings by consolidating administrative services with a single vendor, the Company replaced the recordkeeper of the Hanesbrands Inc. Retirement Savings Plan with ING effective January 1, 2008. In connection with that change, the Hanesbrands Inc. Retirement Savings Plan's assets were transferred from the HBI Investment Trust to a newly established single-plan trust with State Street Bank and Trust Company (State Street) as the trustee. The assets of the Plan and the Hanesbrands Inc. Salaried Retirement Savings Plan of Puerto Rico remained in the HBI Investment Trust at that time with The Northern Trust Company (Northern Trust) continuing to serve as trustee.

Effective February 2, 2009, the Company continued this consolidation process by replacing the recordkeeper of the Plan and the Hanesbrands Inc. Salaried Retirement Savings Plan of Puerto Rico with ING. In connection with that

**Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico****Notes to Financial Statements****December 31, 2010 and 2009 Continued**

change, the single-plan trust holding the assets of the Hanesbrands Inc. Retirement Savings Plan and the HBI Investment Trust were consolidated into the HBI Investment Trust, and State Street became the trustee of this master trust, which holds the assets of the Plan and the other Savings Plans.

The interest of each Savings Plan in the HBI Investment Trust is based on that Savings Plan's participants' account balances within each investment fund.

At December 31, 2010 and 2009, the Plan's interest in the net assets of the HBI Investment Trust was approximately 0.24% and 0.30%, respectively. Investment income relating to the HBI Investment Trust is allocated to the Savings Plans based on the balances invested by each Savings Plan.

The Plan's interest in the net assets of the HBI Investment Trust is included in the accompanying Statements of Net Assets Available for Benefits.

A summary of the net assets of the HBI Investment Trust is as follows:

	<b>December 31, 2010</b>	<b>December 31, 2009</b>
Investments, at fair value		
Common stocks	\$ 22,744,100	\$ 22,662,942
Investment in collective trusts	6,038,054	3,886,208
Investment in registered investment companies	280,726,527	243,053,184
Stable value fund	198,665,853	199,986,470
Total investments	508,174,534	469,588,804
Notes receivable from participants	8,422,492	9,013,349
Receivables	743,859	782,709
Net assets of HBI Investment Trust at fair value	517,340,885	479,384,862
Adjustment from fair value to contract value for interest in fully benefit-responsive investment contracts	(9,933,423)	(6,035,313)
Net assets of HBI Investment Trust	\$ 507,407,462	\$ 473,349,549

The aggregate net investment income allocated to the Savings Plans from the HBI Investment Trust for the years ended December 31, 2010 and 2009 is as follows:

	<b>2010</b>	<b>2009</b>
Interest and dividend income	\$ 14,015,471	\$ 12,392,397
Net appreciation in fair value of investments		
Common stocks	1,381,019	16,381,942
Investment in registered investment companies	31,726,424	49,808,308

Net investment income	\$ 47,122,914	\$ 78,582,647
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**Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico**

**Notes to Financial Statements**

**December 31, 2010 and 2009 Continued**

The HBI Investment Trust received interest income from notes receivable from participants of \$729,931 and \$1,063,255 for the years ended December 31, 2010 and 2009, respectively.

**NOTE D PLAN TERMINATION**

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, affected participants will become entitled to be fully vested in their accounts. As described in Note A, partial plan terminations have occurred in the Plan as a result of which certain participants became entitled to be 100% vested in their accounts.

**NOTE E FAIR VALUE MEASUREMENTS**

Fair value is an exit price, representing the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The HBI Investment Trust utilizes market data or assumptions that market participants would use in pricing the asset or liability. A three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value, is utilized for disclosing the fair value of the assets and liabilities of the HBI Investment Trust. These tiers include: Level 1, defined as observable inputs such as quoted prices in active markets; Level 2, defined as inputs other than quoted prices in active markets that are either directly or indirectly observable; and Level 3, defined as unobservable inputs about which little or no market data exists, therefore requiring an entity to develop its own assumptions.

Assets and liabilities measured at fair value are based on one or more of the following three valuation techniques:

Market approach prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities.

Cost approach amount that would be required to replace the service capacity of an asset or replacement cost.

Income approach techniques to convert future amounts to a single present amount based on market expectations, including present value techniques, option-pricing and other models.

The HBI Investment Trust primarily applies the market approach for its investment assets and attempts to utilize valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. As of December 31, 2010 and 2009, the HBI Investment Trust held certain financial assets that are required to be measured at fair value on a recurring basis. These consisted of common stocks, collective trusts, registered investment companies and a stable value fund. The fair values of common stocks and registered investment companies are determined based on quoted prices in public markets and are categorized as Level 1.

The underlying investment portfolio of the stable value fund is comprised of high quality, fixed income securities that are held in various collective trusts valued at net asset values which approximate fair value and are categorized as Level 2. Collective trusts are investment securities valued at net asset values which approximate fair value and are categorized as Level 2. The inputs used in valuing both the stable value fund and the collective trusts include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities and inputs that are derived principally from or corroborated by observable market data. Participant transactions (issuances and redemptions) may occur daily.

The HBI Investment Trust did not hold any investments whose value was determined based on unobservable inputs and categorized as Level 3 at December 31, 2010 and 2009. There were no transfers in or out of Level 3 during the years ended December 31, 2010 and 2009. There were no changes during the years ended December 31, 2010 and 2009 to the valuation techniques used to measure asset fair values on a recurring basis.

**Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico****Notes to Financial Statements****December 31, 2010 and 2009 Continued**

The following table sets forth by level within the fair value hierarchy the HBI Investment Trust's investment assets accounted for at fair value on a recurring basis at December 31, 2010 and 2009, respectively. As required by the accounting rules, assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The assessment of the significance of a particular input to the fair value measurement requires judgment, and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels.

	<b>Investment Assets at Fair Value as of December 31, 2010</b>			
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Hanesbrands common stock	\$ 22,744,100	\$	\$	\$ 22,744,100
Short-term investment fund collective trusts		6,038,054		6,038,054
Registered investment companies:				
U.S. bond index funds	20,403,165			20,403,165
U.S. equity index funds	165,830,942			165,830,942
Foreign equity index funds	26,887,949			26,887,949
Target retirement date funds	67,604,471			67,604,471
Total registered investment companies	280,726,527			280,726,527
Stable value fund		198,665,853		198,665,853
Total investment assets at fair value	\$ 303,470,627	\$ 204,703,907	\$	\$ 508,174,534

	<b>Investment Assets at Fair Value as of December 31, 2009</b>			
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Hanesbrands common stock	\$ 22,662,942	\$	\$	\$ 22,662,942
Short-term investment fund collective trusts		3,886,208		3,886,208
Registered investment companies:				
U.S. bond index funds	19,586,389			19,586,389
U.S. equity index funds	141,664,162			141,664,162
Foreign equity index funds	25,769,283			25,769,283
Target retirement date funds	56,033,350			56,033,350
Total registered investment companies	243,053,184			243,053,184
Stable value fund		199,986,470		199,986,470
Total investment assets at fair value	\$ 265,716,126	\$ 203,872,678	\$	\$ 469,588,804

**NOTE F TAX STATUS**

By letter dated December 2, 2008, the Internal Revenue Service determined that the Plan, which was formerly known as the Sara Lee Corporation Personal Products Hourly Retirement Plan of Puerto Rico, as amended, and trust met the qualification requirements set forth in Sections 401(a) and 501(a) of the IRC. The Plan has been subsequently

amended since the determination, but the Plan's management believes the Plan remains in compliance with the applicable requirements of the IRC.

GAAP requires the Plan's management to evaluate tax positions taken by the Plan and to recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan's management has analyzed the tax positions taken by the Plan, and has

**Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico****Notes to Financial Statements****December 31, 2010 and 2009 Continued**

concluded that as of December 31, 2010, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions and is currently undergoing a random audit by the Internal Revenue Service for the 2008 tax period. The Plan's management believes the Plan is no longer subject to income tax examinations for years prior to 2008.

**NOTE G PARTY-IN-INTEREST TRANSACTIONS**

Certain assets of the HBI Investment Trust were invested in investments managed by State Street or Northern Trust at the time such party served as trustee of the HBI Investment Trust; therefore, these transactions qualify as party-in-interest transactions. Certain assets of the HBI Investment Trust were invested in investments managed by ING at the time ING served as recordkeeper of the HBI Investment Trust; therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan during 2010 and 2009 for legal, accounting, and other professional services rendered by parties in interest were based on customary and reasonable rates for such services.

Approximately 4.5% and 4.8% of the HBI Investment Trust's assets as of December 31, 2010 and 2009, respectively, were invested in Hanesbrands common stock, in each case through participant-directed account balances. At December 31, 2010 and 2009, the HBI Investment Trust held 895,437 and 939,981 shares, respectively, of Hanesbrands common stock that had a fair value of \$22,744,100 and \$22,642,942, respectively.

**NOTE H RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500**

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2010 and 2009 to the Form 5500:

	<b>2010</b>	<b>2009</b>
Net assets available for benefits per the financial statements	\$ 1,318,117	\$ 1,561,276
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	23,490	18,255
Amounts allocated to withdrawing participants	(18,866)	(9,964)
Net assets available for benefits per the Form 5500	\$ 1,322,741	\$ 1,569,567

The following is a reconciliation of investment income according to the financial statements for the year ended December 31, 2010 to the Form 5500:

Investment income per the financial statements	\$ 69,044
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	5,235
Investment income per the Form 5500	\$ 74,279

The following is a reconciliation of benefits paid to participants according to the financial statements for the year ended December 31, 2010 to the Form 5500:

Benefits paid to participants per the financial statements	\$ 508,839
Amounts allocated to withdrawing participants at December 31, 2010	18,866
December 31, 2009	(9,964)
Benefits paid to participants per the Form 5500	\$ 517,741

Amounts allocated to withdrawing participants are recorded on the Form 5500 for benefit claims that have been processed and approved for payment prior to December 31, but not yet paid as of that date.



**SIGNATURES**

*The Plan.* Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 9, 2011

HANESBRANDS INC. HOURLY  
RETIREMENT SAVINGS PLAN OF  
PUERTO RICO

By: /s/ Richard D. Moss  
Richard D. Moss  
Authorized Member of the Hanesbrands  
Inc.  
Employee Benefits Administrative  
Committee

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**INDEX TO EXHIBITS**

<b>Exhibit Number</b>	<b>Description</b>
23.1	Consent of Grant Thornton LLP