

**Hanesbrands Inc.****HBI NYSE****Apparel / Accessories**

Market Capitalization USD:

**\$2,429.43 mm****CONCERN LEVEL: AVERAGE**

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

**CEO: Richard A. Noll****Age: 54****CEO Since: 2006**

	2009	2010	2011
<b>Base Salary</b>	\$800,000	\$1,000,000	\$1,016,000
<b>Discretionary Bonus</b>	\$0	\$0	\$0
<b>Annual Cash Incentive</b>	\$280,440	\$4,840,000	\$4,796,595
<b>Benefits and Perquisites</b>	\$440,245	\$280,209	\$247,348
<b>TOTAL ANNUAL COMPENSATION</b>	<b>\$1,520,685</b>	<b>\$6,120,209</b>	<b>\$6,059,943</b>
<b>Increase in Post-Retirement Benefits</b>	\$0	\$47,625	\$97,429
<b>Stock Option Awards</b>	\$2,389,482	\$919,999	\$0
<b>Stock Awards</b>	\$1,840,005	\$2,759,999	\$4,199,996
<b>TOTAL COMPENSATION</b>	<b>\$5,750,172</b>	<b>\$9,847,832</b>	<b>\$10,357,368</b>
<b>Median of Other Named Executive Officers Total Compensation</b>	\$1,894,162	\$3,207,477	\$3,074,427
<b>Value Realized on Exercise of Stock Option</b>	\$0	\$0	\$0
<b>Value Realized on Vesting of Stock</b>	\$3,234,898	\$2,398,768	\$2,379,284
<b>TOTAL REALIZED EQUITY COMPENSATION</b>	<b>\$3,234,898</b>	<b>\$2,398,768</b>	<b>\$2,379,284</b>

Proxy Date: 9 Mar 2012

Annual Meeting Date: 24 Apr 2012

Equity Reserves: 10.65%

Stock Option Run Rate: 0.23%

# Hanesbrands Inc.

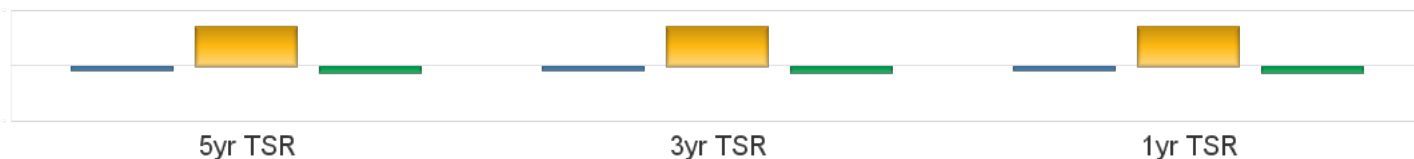
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## Performance Comparison

■ vs S&P500 ■ vs Industry ■ HBI



## Peer Comparisons (TRBC) =Apparel / Accessories

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
HBI	Hanesbrands Inc.	\$5,750,172	\$9,847,832	\$10,357,368	\$2,429,430,408
FOSL	Fossil, Inc.	\$0			\$5,114,774,947
PVH	PVH Corp.	\$12,557,366	\$12,856,372		\$3,934,408,558
UA	Under Armour, Inc.	\$748,061	\$1,319,009		\$3,423,770,073
WRC	Warnaco Group, Inc. (The)	\$6,191,522	\$8,255,638		\$1,981,698,960
COLM	Columbia Sportswear Company	\$1,525,243	\$2,285,366		\$1,577,704,446
VRA	Vera Bradley, Inc.				\$1,460,265,453

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

### Pay Peer Group

Limited Brands, Inc., V.F. Corporation, Jones Apparel Group, Inc., Collective Brands, Inc., Liz Claiborne, Inc., Phillips-Van Heusen Corporation, The Warnaco Group, Inc., Quiksilver, Inc. and Carter's, Inc. The validation peer companies are Fortune Brands, Inc., Newell Rubbermaid Inc., The Clorox Company, Mattel, Inc., The Hershey Company, Jarden Corporation, Hasbro, Inc., Energizer Holdings, Inc., Del Monte Foods Company and Stanley Black & Decker, Inc.

### Performance Peer Group

NA

## COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Andrew J. Schindler	Chairman	67	Male	6	Outside
J. Patrick Mulcahv	Member	68	Male	6	Outside
James C. Johnson	Member	59	Male	6	Outside