

Hanesbrands Inc.
Form 8-K
April 24, 2019

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of
the Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): April 23, 2019

Hanesbrands Inc.
(Exact name of registrant as specified in its charter)

Maryland	001-32891	20-3552316
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1000 East Hanes Mill Road	27105
Winston-Salem, NC	
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (336) 519-8080

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders

Hanesbrands Inc. (the “Company”) held its 2019 Annual Meeting of Stockholders (the “Annual Meeting”) on April 23, 2019 in Winston-Salem, North Carolina. A total of 325,760,296 shares of the Company’s common stock (approximately 90% of all shares entitled to vote at the Annual Meeting) were represented at the Annual Meeting, in person or by proxy. Set forth below are the final voting results for each of the proposals submitted to a vote of the stockholders.

Election of Directors

The stockholders of the Company elected each of the director nominees proposed by the Company’s Board of Directors. The voting results were as follows:

Name of Nominee	Votes For	Votes Against	Abstentions	Broker Non-votes
Geralyn R. Breig	270,748,386	782,727	940,375	53,288,808
Gerald W. Evans, Jr.	268,233,917	1,104,028	3,133,543	53,288,808
Bobby J. Griffin	266,811,152	5,026,262	634,074	53,288,808
James C. Johnson	266,913,339	4,930,598	627,551	53,288,808
Franck J. Moison	271,028,599	796,572	646,317	53,288,808
Robert F. Moran	270,843,228	1,004,717	623,543	53,288,808
Ronald L. Nelson	267,381,236	1,857,154	3,233,098	53,288,808
David V. Singer	270,314,595	1,501,571	655,322	53,288,808
Ann E. Ziegler	266,617,496	5,271,237	582,755	53,288,808

Ratification of Appointment of Independent Registered Public Accounting Firm

The stockholders of the Company ratified the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for the Company’s 2019 fiscal year. The voting results were as follows:

Votes For	Votes Against	Abstentions	Broker Non-votes
321,172,613	3,714,587	873,096	—

Non-Binding, Advisory Vote Regarding Executive Compensation

The stockholders of the Company approved, on an advisory basis, executive compensation as disclosed in the Proxy Statement for the Annual Meeting. The voting results were as follows:

Votes For	Votes Against	Abstentions	Broker Non-votes
260,245,904	10,889,089	1,336,495	53,288,808

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

April 24, 2019 HANESBRANDS INC.

By: /s/ Joia M. Johnson

Joia M. Johnson

Chief Administrative Officer, General Counsel and Corporate Secretary