

Finigan Barbara
Form 4
September 01, 2011

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Finigan Barbara

(Last) (First) (Middle)
C/O HASBRO, INC, 1011
NEWPORT AVENUE
(Street)

PAWTUCKET, RI 02862

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HASBRO INC [HAS]

3. Date of Earliest Transaction
(Month/Day/Year)
08/30/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Chief Legal Officer & Sec

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|------------|---|
| | | | Code | V | Amount | (D) | Price | | |
| Common Stock (Par Value \$.50 per share) | 08/30/2011 | | M | | 2,258 | A | \$ 27.095 | 12,760.289 | D |
| Common Stock (Par Value \$.50 per share) | 08/30/2011 | | M | | 4,538 | A | \$ 22.73 | 17,298.289 | D |
| Common Stock (Par Value \$.50 per share) | 08/30/2011 | | M | | 2,969 | A | \$ 31.625 | 20,267.289 | D |

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Common
 Stock (Par Value \$.50 per share) 08/30/2011 S 9,765 D \$ 38 10,502.289 D

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

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(9-02)

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option (Right to Buy) ⁽¹⁾ | \$ 27.095 | 08/30/2011 | | M | 2,258 | ⁽²⁾ 02/12/2015 | Common Stock | 2,258 |
| Option (Right to Buy) ⁽¹⁾ | \$ 22.73 | 08/30/2011 | | M | 4,538 | ⁽³⁾ 05/20/2016 | Common Stock | 4,538 |
| Option (Right to Buy) ⁽¹⁾ | \$ 31.625 | 08/30/2011 | | M | 2,969 | ⁽⁴⁾ 02/03/2017 | Common Stock | 2,969 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Finigan Barbara C/O HASBRO, INC 1011 NEWPORT AVENUE PAWTUCKET, RI 02862 | | | SVP, Chief Legal Officer & Sec | |

Signatures

Mary Zeh, P/O/A for Barbara
Finigan

09/01/2011

__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).
- (1) These options were granted pursuant to employee stock option plans in accordance with Rule 16b-3 and have tandem tax withholding rights.
- (2) These options fully vested on February 13, 2011.
- (3) 4,538 of the options vested on May 21, 2011 and 4,538 of the options will vest on May 21, 2012.
- (4) 2,969 of the options vested on February 4, 2011, 2,968 of the options will vest on February 4, 2012 and 2,969 of the options will vest on February 4, 2013.

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.