

GOLDNER BRIAN
Form 4
July 31, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
GOLDNER BRIAN

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O HASBRO INC, 1027
NEWPORT AVENUE

3. Date of Earliest Transaction
(Month/Day/Year)
07/25/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

(Street)
PAWTUCKET, RI 02861

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

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 \$0.50 per share) | 07/25/2018 | | M | | 100,000 | A | \$ 36.135 |
| Common Stock (Par Value \$0.50 per share) | 07/25/2018 | | F ⁽¹⁾ | | 64,837 | D | \$ 101.31 |
| Common Stock (Par Value \$0.50 per share) | 07/25/2018 | | G ⁽²⁾ | V | 35,163 | D | \$ 0 |
| | | | | | | | 57,805 |

| | | | | | | | | | |
|--|------------|------------------|---|--------|---|------|------------|------------------|---|
| Value \$.50 per share) | | | | | | | | | |
| Common Stock (Par Value \$.50 per share) | 07/25/2018 | G ⁽²⁾ | V | 35,163 | A | \$ 0 | 994,190.32 | I ⁽³⁾ | By the Brian D. Goldner Trust |
| Common Stock (Par Value \$.50 per share) | | | | | | | 29,588.233 | I ⁽³⁾ | By the Barbara S. Goldner Trust |

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

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SEC 1474
(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) |
|---|--|---|---|--------------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number of Shares |
| Stock Option (Right to Buy) | \$ 36.135 | 07/25/2018 | | M | 100,000 | 02/08/2015 02/07/2019 | Common Stock 100,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| GOLDNER BRIAN C/O HASBRO INC 1027 NEWPORT AVENUE PAWTUCKET, RI 02861 | X | | Chairman & CEO | |

Signatures

Tarrant Sibley, P/O/A for Brian
Goldner

07/31/2018

__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) Shares already held by Mr. Goldner provided to Hasbro to pay the exercise price and required tax withholding.
 - (2) This transaction involved a gift of securities by the Reporting Person to the Briand D. Goldner Trust.
 - (3) Mr. Goldner disclaims beneficial ownership of all of these shares except to the extent of his proportionate pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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