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HASBRO I Form 4	INC									
January 03,	2008									
FOR	ЛЛ								PPROVAL	
	UNITED	STATES		RITIES A Ashington			COMMISSIO	N OMB Number:	3235-0287	
if no lo subject Section Form 4	to SIATE.	MENT O		SECU	Estimated burden hou response	urs per				
Form 5 obligati may co <i>See</i> Inst 1(b).	ions Section 17	(a) of the l	Public U	Jtility Hol	ding Cor		nge Act of 1934 of 1935 or Sect 940			
(Print or Type	e Responses)									
1. Name and Address of Reporting Person <u>*</u> BATKIN ALAN R			Symbol	er Name and		Trading	5. Relationship of Reporting Person(s) to Issuer			
				RO INC [-		(Check all applicable)			
(Last) (First) (Middle) 350 PARK AVENUE, 26TH FLOOR				of Earliest T Day/Year) 2007	ransaction		X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
NEW YOI	RK, NY 10022						Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if TransactionAcquired (A) or Code Disposed of (D)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(D) Price	(Instr. 3 and 4)			
Reminder: Re	eport on a separate lin	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
					inforn requi	nation cont red to resp	spond to the colle tained in this forr ond unless the fo ntly valid OMB co	n are not orm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security

number.

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(Instr. 3)	Price of Derivative Security	((Month/Day/Year)	(Instr. 8		Securi Acquir (A) or Dispos of (D) (Instr. and 5)	ired r osed) . 3, 4,				(Instr. 5)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units (1)	\$ 0 <u>(2)</u>	12/31/2007		А		253		(3)	(3)	Common Stock	253	\$ 25.5

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
BATKIN ALAN R 350 PARK AVENUE 26TH FLOOR NEW YORK, NY 10022	Х							
Signatures								
Tarrant Sibley, p/o/a for Alan F Batkin	ξ .	01/03/2	2008					

**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) All of the phantom stock units were acquired pursuant to the Hasbro, Inc. Deferred Compensation Plan for Non-Employee Directors in accordance with Section 16b-3.
- (2) Units correspond 1-for-1 with common stock.
- (3) Units are settled only in cash and are payable after the reporting person ceases to be a director.
- (4) Does not include 3,055 units acquired by the reporting person pursuant to the Plan prior to August 15, 1996.

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.