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HASBRO I Form 4	INC									
January 03	, 2008									
FOR	M 4	STATES SEC	UDITIES	AND EV	CHANCE	E COMMISSION		PPROVAL		
	this box		Vashingtor		Number:	3235-0287 January 31,				
if no lo subject Section Form 4 Form 5 obligati may co	nger to 16. or Filed put	rsuant to Sectio	SECU n 16(a) of t c Utility Ho	RITIES he Securi lding Cor	ties Excha mpany Act	WNERSHIP OF nge Act of 1934, of 1935 or Sectio 940	Estimated burden hoi response	2005 average urs per		
(Print or Type	e Responses)									
1. Name and Address of Reporting Person <u>*</u> GREENBERG JACK M			suer Name ar ol BRO INC		r Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) (Street)			te of Earliest 7 th/Day/Year) 1/2007	Fransaction		X_ Director 10% Owner Officer (give title Other (specify below) below)				
			Amendment, I Month/Day/Ye	-	al	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip) T	Table I - Non-	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, i any (Month/Day/Yea	Code r) (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	(A) or of (D) 4 and 5) (A) or	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: R	eport on a separate line	e for each class of				or indirectly				
Kenninder. K	eport on a separate min		securities bein	Perso	ons who rea	spond to the collect tained in this form ond unless the for	are not	SEC 1474 (9-02)		

required to respond unless the form displays a currently valid OMB control number.

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.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Underlying Securities	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	2		(Instr. 5)

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	Derivative Security				Acqu (A) of Disp of (D (Instr	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units <u>(1)</u>	\$ 0 <u>(2)</u>	12/31/2007	А		55		(3)	(3)	Common Stock	55	\$ 25.58

Reporting Owners

 Reporting Owner Name / Address
 Relationships

 Director
 10% Owner
 Officer
 Other

 GREENBERG JACK M
 X
 X
 X
 X

Signatures

Tarrant Sibley, p/o/a for Jack M. 01/03/2008 Greenberg

**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.

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.