

HASBRO INC
Form 4
February 14, 2008

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 *
BIFULCO FRANK P JR

(Last) (First) (Middle)
200 DOMAIN DR
(Street)
STRATHAM, NH 03885
(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/13/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director
____ Officer (give title below) 10% Owner
____ Other (specify below)
formerly an officer

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/share)	02/13/2008		M		26,927	A	\$ 18.815 38,927
Common Stock (Par Value \$.50/share)	02/13/2008		S		300	D	\$ 27.09 38,627
Common Stock (Par Value \$.50/share)	02/13/2008		S		1,900	D	\$ 27.07 36,727

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Common Stock (Par Value \$0.50/share)	02/13/2008	S	100	D	\$ 27.05	36,627	D
Common Stock (Par Value \$0.50/share)	02/13/2008	S	1,500	D	\$ 27.03	35,127	D
Common Stock (Par Value \$0.50/share)	02/13/2008	S	1,963	D	\$ 27.02	33,164	D
Common Stock (Par Value \$0.50/share)	02/13/2008	S	3,163	D	\$ 27.01	30,001	D
Common Stock (Par Value \$0.50/share)	02/13/2008	S	12,600	D	\$ 27	17,401	D
Common Stock (Par Value \$0.50/share)	02/13/2008	S	200	D	\$ 27.04	17,201	D
Common Stock (Par Value \$0.50/share)	02/13/2008	S	2,106	D	\$ 26.98	15,095	D
Common Stock (Par Value \$0.50/share)	02/13/2008	S	2,495	D	\$ 26.97	12,600	D
Common Stock (Par Value \$0.50/share)	02/13/2008	S	600	D	\$ 26.96	12,000	D

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy) ⁽¹⁾	\$ 18.815	02/13/2008		M	26,927	12/31/2007 03/30/2008	Common Stock	26,927	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BIFULCO FRANK P JR 200 DOMAIN DR STRATHAM, NH 03885			formerly an officer	

Signatures

Tarrant Sibley, p/o/a for Frank P. Bifulco, Jr. 02/14/2008

__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) These options were granted pursuant to an employee stock option plan in compliance with Rule 16b-3 and have tandem tax withholding rights.

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