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HASSENF	FELD ALAN G											
Form 4	2000											
August 27,	МЛЛ		GEGU			CIIA	NCE CO			PPROVAL		
W					AND EX 1, D.C. 20		NGE CU		OMB Number:	3235-0287		
if no lo subject Sectior Form 4 Form 5 obligat may co	to 16. 4 or 5 Filed pu ^{ions} Section 17	F CHA Section Public V	NGES IN SECU 16(a) of t Utility Ho	BENEF RITIES	January 31 Expires: 200 Estimated average burden hours per response 0. n							
(Print or Type	e Responses)											
	l Address of Reporting FELD ALAN G	g Person <u>*</u>	Symbol		nd Ticker or	Tradii	-0	. Relationship of I ssuer	Reporting Per	son(s) to		
			HASBRO INC [HAS]					(Check all applicable)				
(Last) (First) (Middle)			08/25/2008 -					_X_ DirectorX_ 10% Owner Officer (give titleOther (specify below)				
	(Street)			nendment, E onth/Day/Ye	Date Origina ar)	1	A 	. Individual or Joi pplicable Line) X_ Form filed by Ou Form filed by Mo erson	ne Reporting Pe	erson		
(City)	(State)	(Zip)	Та	ble I - Non-	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securitie Disposed o (Instr. 3, 4 a)	f (D)	uired (A) or	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)		
Common Stock (Par value \$.50 per share)	08/25/2008			Code V	Amount 155,600	(D) A	Price \$ 11.16	(Instr. 3 and 4) 5,961,855	D			
Common Stock (Par value \$.50 per share)	08/25/2008			S	155,600	D	\$ 36.1191	5,806,255	D			

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Common Stock (Par value \$.50 per share)		254,892	I <u>(1)</u>	As Trustee of the Stephen Hassenfeld Charitable Lead Trust.			
Common Stock (Par value \$.50 per share)		154,216	I <u>(1)</u>	As Trustee of the Sylvia Hassenfeld Trust.			
Common Stock (Par value \$.50 per share)		7,380,921	I <u>(1)</u>	As Trustee of the Merrill Hassenfeld Trust.			
Common Stock (Par value \$.50 per share)		829,347	I (1)	As Trustee of a Trust for the benefit of himself.			
Reminder: Report on a separate line for each class of securities benef	ficially owned directly or indir	rectly.					
Persons who respond to the collection of SEC 1474 information contained in this form are not (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 of2.3. Transaction Date3A. DeemedDerivativeConversion(Month/Day/Year)Execution Date, if	4. 5. Number of TransactionDerivative	6. Date Exercis Expiration Date		7. Title and Amount Underlying Securitie			

Derivative Security (Instr. 3)	Conversion or Exercise Price of	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transactio Code (Instr. 8)	Secu		Expiration Date (Month/Day/Year	r)	Underlying S (Instr. 3 and	
	Derivative Security				-	osed of (D) r. 3, 4, and				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Option (Right to Buy) (2)	\$ 11.16	08/25/2008		М		155,600	04/25/2004(3)	12/29/2012	Common Stock	155,0

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting of the read of the	Director	10% Owner	Officer	Other			
HASSENFELD ALAN G	Х	Х					
Signatures							
Tarrant Sibley, p/o/a for Alan G Hassenfeld	Э.	08/27/2008					

<u>**Signature of Reporting Person</u>

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) Mr. Hassenfeld disclaims beneficial ownership of all of these shares except to the extent of his proportionate pecuniary interest therein.

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

(3) 33 1/3 of the options become exercisable on April 25, 2004, April 25, 2005 and April 25, 2006. Date of grant was December 30, 2002.

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.