Edgar Filing: Garrett Michael W O - Form 4

| Garrett Michael V Form 4 | ΝO | | | | | | | | | |
|---|--|--|---|--|---|--|--|--|---|--|
| January 03, 2013 | | | | | | | | | | |
| FORM 4 | | | GEGU | | | | | | PPROVAL | |
| | UNITED | STATES | | RITIES A shington | | | E COMMISSIO | N OMB Number: | 3235-0287 | |
| Check this box if no longer | | | | Expires: | January 31, 2005 | | | | | |
| subject to Section 16. Form 4 or | AENT OF | | SECU | Estimated burden hou response | Estimated average burden hours per response 0.5 | | | | | |
| obligations may continue. | <i>See</i> Instruction 30(h) of the Investment Company Act of 1940 | | | | | | | | | |
| (Print or Type Respo | nses) | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> Garrett Michael W O | | | 2. Issuer Name and Ticker or Trading Symbol HASBRO INC [HAS] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) (I | Middle) 3. Date of Earliest Transaction | | | | 1 | (Check all applicable) | | | |
| C/O HASBRO, INC., 1011 NEWPORT AVENUE | | | (Month/Day/Year) 12/31/2012 | | | | X_ Director 10% Owner Officer (give title Other (specify below) below) | | | |
| (| (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) | | | al | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
| PAWTUCKET, | RI 02862 | | | | | | Person | More than One R | eporting | |
| (City) | (State) | (Zip) | Tab | le I - Non- | Derivative | e Securities A | Acquired, Disposed | of, or Beneficia | lly Owned | |
| | ansaction Date hth/Day/Year) | 2A. Deema Execution any (Month/Da | Date, if | 3. Transactic Code (Instr. 8) | 4. Securi onAcquirec Disposec (Instr. 3, | l (A) or l 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 | or (D) Price | (Instr. 3 and 4) | | | |
| Reminder: Report or | n a separate line | for each cla | ass of secu | urities bene | ficially ow | ned directly | or indirectly. | | | |
| | | | | | infor requi | mation con red to resp ays a curre | spond to the colle tained in this forn ond unless the fo ntly valid OMB co | n are not rm | 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. Pric |
|-------------|-------------|---------------------|--------------------|------------|-----------------|-------------------------|------------------------|---------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onof Derivative | Expiration Date | Underlying Securities | Deriva |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) | Securi |

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Yea | r) (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | (Instr. | | | |
|-------------------------------|------------------------------------|----------------|---------------|---|-----|---------------------|--------------------|-----------------|--|-------|
| | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Phantom Stock Units (1) | \$ 0 <u>(2)</u> | 12/31/2012 | А | 1,320 | | (3)(4) | (3)(4) | Common Stock | 1,320 | \$ 35 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|--|
| 1 | Director | 10% Owner | Officer | Other | | | | |
| Garrett Michael W O C/O HASBRO, INC. 1011 NEWPORT AVENUE PAWTUCKET, RI 02862 | Х | | | | | | | |
| Signatures | | | | | | | | |
| Tarrant Sibley, P/O/A for Mich Garrett | nael W.O. | | 01/03/2 | 2013 | | | | |

<u>**Signature of Reporting Person</u> 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 compliance with Rule 16b-3.

Date

- (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) Vesting of 39 units will occur on the earlier of 12/31/2013 (provided the reporting person is still a director as of such date) and the death, disability or retirement (after age 72) of the reporting person. The remainder of the units are immediately vested.

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.