

HASBRO INC
Form 4
April 28, 2015

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 *
Finigan Barbara

(Last) (First) (Middle)
C/O HASBRO, INC, 1011
NEWPORT AVENUE
(Street)

PAWTUCKET, RI 02861

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/24/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
EVP, Chief Legal Officer & Sec

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 \$0.50 per share)	04/24/2015		M		20,000	A	\$ 36.135
					44,147.289	D	
Common Stock (Par Value \$0.50 per share)	04/24/2015		M		6,667	A	\$ 47.21
					50,814.289	D	
Common Stock (Par Value \$0.50 per share)	04/24/2015		M		4,334	A	\$ 52.11
					55,148.289	D	

Value
\$.50 per
share)

Common
Stock (Par

Value 04/24/2015 S 28,001 D \$ 71.6736 27,147.289 D
\$.50 per
share)

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)

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)	8. Amount or Number of Shares
Option (Right to Buy) ⁽¹⁾	\$ 36.135	04/24/2015		M	20,000	⁽²⁾ 02/07/2019	Common Stock	20,000
Option (Right to Buy) ⁽¹⁾	\$ 47.21	04/24/2015		M	6,667	⁽³⁾ 04/23/2020	Common Stock	6,667
Option (Right to Buy) ⁽¹⁾	\$ 52.11	04/24/2015		M	4,334	⁽⁴⁾ 02/12/2021	Common Stock	4,334

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Finigan Barbara C/O HASBRO, INC 1011 NEWPORT AVENUE PAWTUCKET, RI 02861			EVP, Chief Legal Officer & Sec	

Signatures

Tarrant Sibley, P/O/A for Barbara
Finigan

04/28/2015

__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.
- (2) 33 1/3% of the options became exercisable on each February 8, 2013, February 8, 2014 and February 8, 2015.
- (3) 33 1/3% of the option became exercisable on each April 24, 2014 and April 24, 2015 and an additional 33 1/3% become exercisable on April 24, 2016.
- (4) 33 1/3% of the options became exercisable on February 12, 2015 and an additional 33 1/3% of the options become exercisable on each February 12, 2016 and February 12, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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