

HASBRO INC
Form 4
July 28, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
HARGREAVES DAVID D R

(Last) (First) (Middle)

1011 NEWPORT AVENUE

(Street)

PAWTUCKET, RI 02862

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
07/25/2008

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)
COO and CFO

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock (Par Value \$.50 per share)	07/25/2008		S	300	D \$ 40.57	102,584	D
Common Stock (Par Value \$.50 per share)	07/25/2008		S	100	D \$ 40.43	102,484	D
Common Stock (Par Value \$.50 per share)	07/25/2008		S	800	D \$ 40.44	101,684	D

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Common Stock (Par Value \$.50 per share)	07/25/2008	S	200	D	\$ 40.57	101,484	D
Common Stock (Par Value \$.50 per share)	07/25/2008	S	200	D	\$ 40.44	101,284	D
Common Stock (Par Value \$.50 per share)	07/25/2008	S	100	D	\$ 40.57	101,184	D
Common Stock (Par Value \$.50 per share)	07/25/2008	S	500	D	\$ 40.44	100,684	D
Common Stock (Par Value \$.50 per share)	07/25/2008	S	300	D	\$ 40.45	100,384	D
Common Stock (Par Value \$.50 per share)	07/25/2008	S	100	D	\$ 40.46	100,284	D
Common Stock (Par Value \$.50 per share)	07/25/2008	S	200	D	\$ 40.47	100,084	D
Common Stock (Par Value \$.50 per share)	07/25/2008	S	2,200	D	\$ 40.48	97,884	D
Common Stock (Par Value \$.50 per share)	07/25/2008	S	2,000	D	\$ 40.49	95,884	D
Common Stock (Par Value \$.50 per share)	07/25/2008	S	8,000	D	\$ 40.5	87,884	D
Common Stock (Par Value \$.50 per share)	07/25/2008	S	2,100	D	\$ 40.51	85,784	D
	07/25/2008	S	5,400	D		80,384	D

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Common Stock (Par Value \$.50 per share)					\$				
					40.52				
Common Stock (Par Value \$.50 per share)	07/25/2008		S	600	D	\$	79,784		D
						40.53			
Common Stock (Par Value \$.50 per share)	07/25/2008		S	100	D	\$	79,684		D
						40.54			
Common Stock (Par Value \$.50 per share)	07/25/2008		S	700	D	\$	78,984		D
						40.55			
Common Stock (Par Value \$.50 per share)	07/25/2008		S	100	D	\$	78,884		D
						40.56			

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARGREAVES DAVID D R 1011 NEWPORT AVENUE PAWTUCKET, RI 02862			COO and CFO	

Signatures

Tarrant Sibley, p/o/a for David D.R.
Hargreaves

07/28/2008

__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).

Remarks:

This document is two of two.

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