### Edgar Filing: HASBRO INC - Form 4

| HASBRO II<br>Form 4                                                                                                                                                                                                                                                                                                                                                                                                                                 | NC                                      |          |            |                               |                                                                                                                                                            |                    |                      |                                                                                                |                                                                            |                                                                   |  |  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|----------|------------|-------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|----------------------|------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------|--|--|
| August 21, 2                                                                                                                                                                                                                                                                                                                                                                                                                                        | 2007                                    |          |            |                               |                                                                                                                                                            |                    |                      |                                                                                                |                                                                            |                                                                   |  |  |
| FORM                                                                                                                                                                                                                                                                                                                                                                                                                                                | 14                                      |          | GEOU       |                               |                                                                                                                                                            |                    | NOP                  |                                                                                                |                                                                            | APPROVAL                                                          |  |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                     | UNITED                                  | STATES   |            | RITIES A<br>shington          |                                                                                                                                                            |                    | NGE C                | COMMISSION                                                                                     | OMB<br>Number:                                                             | 3235-0287                                                         |  |  |
| Check this box<br>if no longer<br>subject to<br>Section 16.<br>Form 4 or<br>Form 5<br>obligations<br>may continue.<br>See Instruction<br>1(b).<br>Check this box<br>if no longer<br>subject to<br>Section 16.<br>Form 4 or<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>16(b).<br>Check this box<br>if no longer<br>SECURITIES<br>SECURITIES<br>Section 17(a) of the Public Utility Holding Company Act of 1940 |                                         |          |            |                               |                                                                                                                                                            |                    |                      |                                                                                                |                                                                            |                                                                   |  |  |
| (Print or Type                                                                                                                                                                                                                                                                                                                                                                                                                                      | Responses)                              |          |            |                               |                                                                                                                                                            |                    |                      |                                                                                                |                                                                            |                                                                   |  |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Address of Reporting<br>ELD ALAN G      | Person * | Symbol     | er Name <b>an</b><br>RO INC [ |                                                                                                                                                            | <sup>.</sup> Tradi | ng                   | 5. Relationship o<br>Issuer                                                                    | of Reporting Po                                                            | erson(s) to                                                       |  |  |
| (Last)                                                                                                                                                                                                                                                                                                                                                                                                                                              | (First) (                               | Middle)  | 3. Date of | of Earliest T<br>Day/Year)    |                                                                                                                                                            |                    |                      | X_ Director                                                                                    |                                                                            | X 10% Owner<br>titleX Other (specify<br>below)                    |  |  |
| (Street) 4. If Amendment, Date Original<br>Filed(Month/Day/Year)                                                                                                                                                                                                                                                                                                                                                                                    |                                         |          |            |                               | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |                    |                      |                                                                                                |                                                                            |                                                                   |  |  |
| (City)                                                                                                                                                                                                                                                                                                                                                                                                                                              | (State)                                 | (Zip)    | Tab        | le I - Non-J                  | Derivative                                                                                                                                                 | Secu               | rities Acq           | uired, Disposed o                                                                              | of, or Benefici                                                            | ally Owned                                                        |  |  |
| 1.Title of<br>Security<br>(Instr. 3)                                                                                                                                                                                                                                                                                                                                                                                                                | 2. Transaction Date<br>(Month/Day/Year) |          | Date, if   | Code                          | 4. Securit<br>or(A) or Dis<br>(Instr. 3, 4                                                                                                                 | sposed             | l of (D)             | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
| Common<br>Stock (Par<br>value \$.50<br>per share)                                                                                                                                                                                                                                                                                                                                                                                                   | 08/17/2007                              |          |            | Code V                        | Amount<br>37,900                                                                                                                                           | (D)                | Price<br>\$<br>13.91 | (Instr. 3 and 4)<br>5,842,122                                                                  | D                                                                          |                                                                   |  |  |
| Common<br>Stock (Par<br>value \$.50<br>per share)                                                                                                                                                                                                                                                                                                                                                                                                   | 08/17/2007                              |          |            | S                             | 3,000                                                                                                                                                      | D                  | \$<br>27.54          | 5,839,122                                                                                      | D                                                                          |                                                                   |  |  |
| Common<br>Stock (Par<br>value \$.50<br>per share)                                                                                                                                                                                                                                                                                                                                                                                                   | 08/17/2007                              |          |            | S                             | 3,000                                                                                                                                                      | D                  | \$<br>27.55          | 5,836,122                                                                                      | D                                                                          |                                                                   |  |  |

### Edgar Filing: HASBRO INC - Form 4

| Common<br>Stock (Par<br>value \$.50<br>per share) | 08/17/2007 | S | 100   | D | \$<br>27.58 | 5,836,022 | D |
|---------------------------------------------------|------------|---|-------|---|-------------|-----------|---|
| Common<br>Stock (Par<br>value \$.50<br>per share) | 08/17/2007 | S | 2,900 | D | \$<br>27.57 | 5,833,122 | D |
| Common<br>Stock (Par<br>value \$.50<br>per share) | 08/17/2007 | S | 3,000 | D | \$<br>27.58 | 5,830,122 | D |
| Common<br>Stock (Par<br>value \$.50<br>per share) | 08/17/2007 | S | 164   | D | \$<br>27.58 | 5,829,958 | D |
| Common<br>Stock (Par<br>value \$.50<br>per share) | 08/17/2007 | S | 3,000 | D | \$<br>27.52 | 5,826,958 | D |
| Common<br>Stock (Par<br>value \$.50<br>per share) | 08/17/2007 | S | 1,736 | D | \$<br>27.55 | 5,825,222 | D |
| Common<br>Stock (Par<br>value \$.50<br>per share) | 08/17/2007 | S | 2,400 | D | \$<br>27.47 | 5,822,822 | D |
| Common<br>Stock (Par<br>value \$.50<br>per share) | 08/17/2007 | S | 600   | D | \$<br>27.46 | 5,822,222 | D |
| Common<br>Stock (Par<br>value \$.50<br>per share) | 08/17/2007 | S | 3,000 | D | \$ 27.5     | 5,819,222 | D |
| Common<br>Stock (Par<br>value \$.50<br>per share) | 08/17/2007 | S | 3,000 | D | \$<br>27.55 | 5,816,222 | D |
| Common<br>Stock (Par<br>value \$.50<br>per share) | 08/17/2007 | S | 3,000 | D | \$ 27.6     | 5,813,222 | D |
|                                                   | 08/17/2007 | S | 3,000 | D |             | 5,810,222 | D |

| Common<br>Stock (Par<br>value \$.50<br>per share)                                                                                                                                                                                    |                                                |             |              |        | \$<br>27.55 |            |               |                                                                            |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|-------------|--------------|--------|-------------|------------|---------------|----------------------------------------------------------------------------|
| Common<br>Stock (Par<br>value \$.50<br>per share)                                                                                                                                                                                    | 08/17/2007                                     | S           | 3,000        | D      | \$<br>27.52 | 5,807,222  | D             |                                                                            |
| Common<br>Stock (Par<br>value \$.50<br>per share)                                                                                                                                                                                    | 08/17/2007                                     | S           | 3,000        | D      | \$<br>27.53 | 5,804,222  | D             |                                                                            |
| Common<br>Stock (Par<br>value \$.50<br>per share)                                                                                                                                                                                    |                                                |             |              |        |             | 279,892    | I <u>(1)</u>  | As Trustee<br>of the<br>Stephen<br>Hassenfeld<br>Charitable<br>Lead Trust. |
| Common<br>Stock (Par<br>value \$.50<br>per share)                                                                                                                                                                                    |                                                |             |              |        |             | 154,216    | I <u>(1)</u>  | As Trustee<br>of the<br>Sylvia<br>Hassenfeld<br>Trust.                     |
| Common<br>Stock (Par<br>value \$.50<br>per share)                                                                                                                                                                                    |                                                |             |              |        |             | 7,640,921  | I <u>(1)</u>  | As Trustee<br>of the<br>Merrill<br>Hassenfeld<br>Trust.                    |
| Common<br>Stock (Par<br>value \$.50<br>per share)                                                                                                                                                                                    |                                                |             |              |        |             | 829,347    | I ( <u>1)</u> | As Trustee<br>of a Trust<br>for the<br>benefit of<br>himself.              |
| Reminder De                                                                                                                                                                                                                          | nort on a separate line for each class of secu | urities her | eficially or | uned d | irectly or  | indirectly |               |                                                                            |
| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to recover the form. (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 of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5. Number of   | 6. Date Exercisable and | 7. Title and Amount of | 8  |
|-------------|-------------|---------------------|--------------------|------------|----------------|-------------------------|------------------------|----|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orDerivative   | Expiration Date         | Underlying Securities  | D  |
| Security    | or Exercise |                     | any                | Code       | Securities     | (Month/Day/Year)        | (Instr. 3 and 4)       | S  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Acquired (A)   |                         |                        | (] |
|             | Derivative  |                     |                    |            | or Disposed of |                         |                        |    |

### Edgar Filing: HASBRO INC - Form 4

|                                 | Security |            |      | (D)<br>(Instr. 3, 4,<br>and 5) |     |        |                     |                    |                 |                                     |
|---------------------------------|----------|------------|------|--------------------------------|-----|--------|---------------------|--------------------|-----------------|-------------------------------------|
|                                 |          |            | Code | V                              | (A) | (D)    | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Option<br>(Right to<br>Buy) (2) | \$ 13.91 | 08/17/2007 | М    |                                |     | 37,900 | (3)                 | 04/24/2011         | Common<br>Stock | 37,900                              |

## **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |          |  |  |  |  |
|--------------------------------|---------------|-----------|---------|----------|--|--|--|--|
|                                | Director      | 10% Owner | Officer | Other    |  |  |  |  |
| HASSENFELD ALAN G              |               |           |         |          |  |  |  |  |
|                                | Х             | Х         |         | Chairman |  |  |  |  |

# Signatures

Tarrant Sibley, p/o/a for Alan G. Hassenfeld

\*\*Signature of Reporting Person

Date

08/20/2007

# **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) These options vested in cumulative installments of 201/3% on each of the first five anniversaries of the date of grant, which grant date was, April 25, 2001.

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.