

HASSENFELD ALAN G
Form 4
August 31, 2017

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 *
HASSENFELD ALAN G

(Last) (First) (Middle)

C/O HASSENFELD FAMILY INITIATIVES LLC, 101 DYER STREET, SUITE 401

(Street)

PROVIDENCE, RI 02903

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
08/29/2017

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)

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)		
Common Stock (Par Value \$0.50 per share)				(A) or (D)	Price				
Common Stock (Par Value \$0.50 per share)	08/29/2017		S ⁽²⁾	81,545	D	\$ 94,8739 ⁽⁴⁾	7,034,296	I ⁽¹⁾	As one of the Trustees of Trusts for the benefit of
							29,140	D	

Common Stock (Par Value \$0.50 per share)	08/29/2017	S ⁽³⁾	40,181	D	\$ 94,8739 (4)	1,609,995	I ⁽¹⁾	himself As one of the Trustees of the Ellen H. Block Trust
Common Stock (Par Value \$0.50 per share)	08/30/2017	S ⁽²⁾	93,622	D	\$ 95.1771 (5)	6,940,674	I ⁽¹⁾	As one of the Trustees of Trusts for the benefit of himself
Common Stock (Par Value \$0.50 per share)	08/30/2017	S ⁽³⁾	45,895	D	\$ 95.1771 (5)	1,564,100	I ⁽¹⁾	As one of the Trustees of the Ellen H. Block Trust
Common Stock (Par Value \$0.50 per share)	08/30/2017	S ⁽²⁾	467	D	\$ 95.5747 (6)	6,940,207	I ⁽¹⁾	As one of the Trustees of Trusts for the benefit of himself
Common Stock (Par Value \$0.50 per share)	08/30/2017	S ⁽³⁾	467	D	\$ 95.5747 (6)	1,563,633	I ⁽¹⁾	As one of the Trustees of the Ellen H. Block Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4.	5. Transaction Number	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
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Table with columns: Security (Instr. 3), or Exercise Price of Derivative Security, any (Month/Day/Year), Code (Instr. 8), of (Month/Day/Year), Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5), Underlying Securities (Instr. 3 and 4), Security (Instr. 5). Includes sub-columns for Code V, (A), (D), Date Exercisable, Expiration Date, Title, Amount or Number of Shares.

Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Row for HASSENFELD ALAN G, C/O HASSENFELD FAMILY INITIATIVES LLC, 101 DYER STREET, SUITE 401, PROVIDENCE, RI 02903.

Signatures

Tarrant Sibley, P/O/A for Alan G. Hassenfeld 08/31/2017
**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) Mr. Hassenfeld disclaims beneficial ownership of all these shares except to the extent of his proportionate pecuniary interest therein.
(2) All sales were made by the Alan G. Hassenfeld Trust
(3) All sales were made by the Ellen H. Block Trust
(4) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$94.50 to \$95.215 inclusive. The reporting person undertakes to provide to Hasbro, Inc., any security holder of Hasbro, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (4).
(5) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$94.55 to \$95.54 inclusive. The reporting person undertakes to provide to Hasbro, Inc., any security holder of Hasbro, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (5) and (6) to this Form 4.
(6) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$95.55 to \$95.65 inclusive. The reporting person undertakes to provide to Hasbro, Inc., any security holder of Hasbro, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (5) and (6) to this Form 4.

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.