

Finigan Barbara
Form 4
April 29, 2013

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 02862

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/25/2013

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)
SVP, CLO and Secretary

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)	04/25/2013		M		4,538	A	\$ 22.73 19,155.289
Common Stock (Par Value \$0.50 per share)	04/25/2013		M		5,937	A	\$ 31.625 25,092.289
Common Stock (Par Value \$0.50 per share)	04/25/2013		M		6,125	A	\$ 36.135 31,217.289

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Value
\$.50 per
share)

Common
Stock (Par

Value	04/25/2013	S	16,600	D	\$	48.0594	14,617.289	D
\$.50 per share)					(1)			

Common
Stock (Par

Value	04/26/2013	M	13,875	A	\$	36.135	28,492.289	D
\$.50 per share)								

Common
Stock (Par

Value	04/26/2013	S	13,875	D	\$	47.6012	14,617.289	D
\$.50 per share)					(2)			

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) ⁽³⁾	\$ 22.73	04/25/2013		M	4,538	⁽⁴⁾ 05/20/2016	Common Stock	4,538
Option (Right to Buy) ⁽³⁾	\$ 31.625	04/25/2013		M	5,937	⁽⁵⁾ 02/03/2017	Common Stock	5,937
Option (Right to Buy) ⁽³⁾	\$ 36.135	04/25/2013		M	6,125	⁽⁶⁾ 02/07/2019	Common Stock	6,125

Option (Right to Buy) ⁽³⁾	\$ 36.135	04/26/2013	M	13,875	<u>(6)</u>	02/07/2019	Common Stock	13,875
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Finigan Barbara C/O HASBRO, INC 1011 NEWPORT AVENUE PAWTUCKET, RI 02862			SVP, CLO and Secretary	

Signatures

Tarrant Sibley, P/O/A for Barbara Finigan	04/29/2013
<u> </u> **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) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$48.00 to \$48.0598, 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 (1).
 - (2) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$47.60 to \$47.63, 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 (2).
 - (3) These options were granted pursuant to an employee stock option plan in compliance with Rule 16b-3 and have tandem tax withholding rights.
 - (4) 4,538 of the options became exercisable on May 21, 2012.
 - (5) 2,968 of the options became exercisable on February 4, 2012, and 2,969 of the options became exercisable on February 4, 2013.
 - (6) 33 1/3% of the options became exercisable on February 8, 2013. An additional 33 1/3% of the options become exercisable on each of February 8, 2014 and February 8, 2015.

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.