

HASBRO INC  
Form 4  
May 24, 2007

**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 \*  
NAGLER BARRY

(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)  
05/23/2007

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)  
Sr.VP, GC 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 or Price   |  |   |
| Common Stock (Par Value \$.50/share) | 05/23/2007                           |  | M                              |   | 52,500 A \$ 16.335  | 82,500   | D   |
| Common Stock (Par Value \$.50/share) | 05/23/2007                           |  | M                              |   | 45,000 A \$ 17.9685   | 127,500  | D   |
| Common Stock (Par Value \$.50/share) | 05/23/2007                           |  | S                              |   | 97,500 D \$ 32.25   | 30,000   | D   |

|   |    |   |  |
|---|----|---|--|
| Common<br>Stock (Par<br>Value<br>\$.50/share) | 12 | I | As<br>custodian<br>for the<br>account<br>of<br>daughter<br>Alyssa<br>Nagler. |
|---|----|---|--|

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|--|--|---|
| Option<br>(Right to<br>Buy) <sup>(1)</sup>          | \$ 16.335  | 05/23/2007                              |   | M                                    | 52,500   | 04/25/2003 <sup>(2)</sup> 04/24/2012                           | Common<br>Stock 52,500  |
| Option<br>(Right to<br>Buy) <sup>(1)</sup>          | \$ 17.9685   | 05/23/2007                              |   | M                                    | 45,000   | 04/25/2003 <sup>(3)</sup> 04/24/2012                           | Common<br>Stock 45,000  |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships   |
|--|---|
| NAGLER BARRY<br>1011 NEWPORT AVENUE<br>PAWTUCKET, RI 02862 | Director 10% Owner Officer<br><br>Sr.VP, GC and Secretary |

## Signatures

Tarrant Sibley, p/o/a for Barry Nagler  
05/24/2007

\_\_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) These options vested in cumulative installments of 33 1/3% on each of the first three anniversaries of the date of grant, which grant date was, April 25, 2002.
- (3) These options vested in cumulative installments of 20% on each of the first five anniversaries of the date of grant, which grant date was, April 25, 2002.

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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