Edgar Filing: HASBRO INC - Form 4

HASBRO I	NC										
Form 4	2012										
January 04,								OMB A	PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									3235-0287		
Check this box Washington, D.C. 20549									January 31,		
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OV						WNERSHIP OF	Expires:	2005			
Section 16. SECURITIES							burden hou	timated average rden hours per			
Form 4 Form 5		suant to S	Section	16(a) of th	e Securi	ties Excha	nge Act of 1934,	response	. 0.5		
obligati	ons Section 17(of 1935 or Secti				
may cor <i>See</i> Inst	itinue.			•	•	ny Act of 1					
1(b).											
(Print or Type	Responses)										
1. Name and	Address of Reporting	Person *	2 Issu	er Name an o	l Ticker or	Trading	5. Relationship of Reporting Person(s) to				
	S JOHN M JR	-	Symbol			Trucing	Issuer				
			HASB	RO INC [HAS]		(Check all applicable)				
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction				(Check an applicable)				
	NCOCK TOWED	60TU		Month/Day/Year)			X_ Director 10% Owner Officer (give title Other (specify				
	NCOCK TOWER 00 CLARENDON		12/30/2	2011			below) below)				
STREET		•									
			4. If Am	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person					
BOSTON,	MA 02116							More than One R			
	MA 02110						Person				
(City)	(State)	(Zip)	Tał	ole I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of	2. Transaction Date			3.	4. Securit		5. Amount of	6. Ownership	7. Nature of		
Security (Instr. 3)	(Month/Day/Year)	Execution any	Date, if	Transactio Code	onAcquired (A) or Disposed of (D)		Securities Beneficially	Form: Direct (D) or Indirect	Indirect Beneficial		
(111541-0)			(Month/Day/Year)		(Instr. 3, 4 and 5)		Owned	(I)	Ownership		
							Following Reported	(Instr. 4)	(Instr. 4)		
						(A) or	Transaction(s)				
				Code V	Amount	(D) Price	(Instr. 3 and 4)				
Reminder: Re	port on a separate line	e for each cl	lass of sec	urities benef	ficially own	ned directly o	or indirectly.				
							pond to the colle		SEC 1474		
information contained in this form are not (9-02) required to respond unless the form									(9-02)		
displays a currently valid OMB control number.											
	Tab	le II - Deri	vative Se	curities Aco	uired Dic	nosed of or	Beneficially Owned	d			
	1 40					convertible s		u			

1. Title of
Derivative2.3. Transaction Date3A. Deemed4.5. Number6. Date Exercisable and
Expiration Date7. Title and Amount of
Derivative8. Price
Derivative1. Title of
Derivative2.3. Transaction Date4.5. Number6. Date Exercisable and
Expiration Date7. Title and Amount of
Derivative8. Price
Derivative

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Security (Instr. 3)	or Exercise Price of Derivative Security	Price of Derivative		Code (Instr. 8)	Securitie Acquired (A) or Disposed (D) (Instr. 3, and 5)	l l of	(Month/Day/Year)		(Instr. 3 and 4)		Securi (Instr.
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units <u>(1)</u>	\$ 0 <u>(2)</u>	12/30/2011		А	1,358		(3)(4)	(3)(4)	Common Stock	1,358	\$ 31

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CONNORS JOHN M JR JOHN HANCOCK TOWER, 60TH FLOOR 200 CLARENDON STREET BOSTON, MA 02116	Х						
Signatures							
Tarrant Sibley, P/O/A for John M. Connors, Jr.	01/	04/2012					
**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).
- All of the phantom stock units were acquired pursuant to the Hasbro, Inc. Deferred Compensation Plan for Non-Employee Directors in (1)compliance with Rule 16b-3.
- (2) Units correspond 1 for 1 with common stock.
- (3) Units are settled only in cash and are payable after the reporting person ceases to be a director.
- Vesting of 49 units will occur on the earlier of 12/31/2011 (provided reporting person is still a director as of such date) and the death, disability or retirement (after age 72) of the reporting person. Vesting of 49 units will occur on the earlier of 12/31/2012 (provided (4) reporting person is still a director as of such date) and the death, disability or retirement (after age 72) of the reporting person. The remainder of the units are immediately vested.

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.