

HASBRO INC
Form 4
April 28, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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)
04/24/2008

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock (Par value \$0.50 per share)	04/24/2008		M		125,000	A	\$ 20.4325
					160,000		
Common Stock (Par value \$0.50 per share)	04/24/2008		S		125,000	D	\$ 33.95
					35,000		
Common Stock	04/25/2008		M		35,000	A	\$ 18.575
					70,000		

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(Par value
\$.50 per
share)

Common
Stock

(Par value \$.50 per share)	04/25/2008	S	400	D	\$ 34.77	69,600	D
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Common
Stock

(Par value \$.50 per share)	04/25/2008	S	1,600	D	\$ 34.75	68,000	D
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Common
Stock

(Par value \$.50 per share)	04/25/2008	S	700	D	\$ 34.76	67,300	D
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Common
Stock

(Par value \$.50 per share)	04/25/2008	S	200	D	\$ 34.77	67,100	D
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Common
Stock

(Par value \$.50 per share)	04/25/2008	S	300	D	\$ 34.78	66,800	D
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Common
Stock

(Par value \$.50 per share)	04/25/2008	S	3,200	D	\$ 34.75	63,600	D
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Common
Stock

(Par value \$.50 per share)	04/25/2008	S	19,500	D	\$ 34.75	44,100	D
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Common
Stock

(Par value \$.50 per share)	04/25/2008	S	9,100	D	\$ 34.75	35,000	D
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Common
Stock
(Par value

12

I

As
custodian
for the

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These options were granted pursuant to an employee stock option plan in compliance with Rule 16b-3 and have tandem tax withholding rights.

- (2) 33 1/3 of the options become exercisable on the first anniversary of the date of grant and an additional 33 1/3 of the options become exercisable on each anniversary of the date of grant thereafter.

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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