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HASBRO INC Form 4										
April 02, 2008									PPROVAL	
FORM 4	UNITED	STATES		RITIES A			E COMMISSIO		3235-02	287
Check this boz if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction	STATEM Filed pur Section 17(suant to S (a) of the l	F CHAN Section 1 Public U	NGES IN SECUI 16(a) of th ftility Hol	BENER RITIES ne Secur ding Co	FICIAL O	WNERSHIP OF nge Act of 1934, of 1935 or Secti 1940	Expires: Estimated burden hou response	average urs per	31,)05 0.5
1(b).	-									
(Print or Type Respo	onses)									
1. Name and Addre BATKIN ALAN	Person <u>*</u>	2. Issuer Name and Ticker or Trading Symbol HASBRO INC [HAS]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)		of Earliest T	-		(Che	eck all applicabl	e)	
825 THIRD AV				Day/Year)	i unoue tron		X Director Officer (giv below)		% Owner her (specify	
	(Street)			endment, D nth/Day/Yea	-	al	6. Individual or Applicable Line) _X_ Form filed by	One Reporting P	erson	
NEW YORK, N	Y 10022						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	ransaction Date nth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or l of (D) 4 and 5) (A) or	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)	2
Reminder: Report of	n a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
·	·				Perse infor requi	ons who res mation cont red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities			(Instr. 5)

	Derivative Security				Acqui (A) or Dispo of (D) (Instr. and 5)	sed 3, 4,					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units <u>(1)</u>	\$ 0 <u>(2)</u>	03/31/2008	А		535		(3)(5)	(3)(5)	Common Stock	535	\$ 27.9

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
BATKIN ALAN R 825 THIRD AVENUE NEW YORK, NY 10022	Х							
Signatures								
Tarrant Sibley, p/o/a for Alan H Batkin	ξ .	04/02/2	2008					
<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) All of the phantom stock units were acquired pursuant to the Hasbro, Inc. Deferred Compensation Plan for Non-Employee Directors in accordance with Section 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.
- (4) Does not include 3,055 units acquired by the reporting person pursuant to the Plan prior to August 15, 1996.

Vesting of 14 units will occur on the earlier of 12/31/08 (provided the 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 14 units will occur on the earlier of 12/31/09 (provided the

(5) disability of reference (after age 72) of the reporting person. Vesting of 14 and swin occur on the camer of 12/37/05 (provided the 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.