

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Billing Duncan</u> (Last) (First) (Middle) <u>C/O HASBRO, INC. 1011 NEWPORT AVENUE</u> (Street) <u>PAWTUCKET RI 02862</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HASBRO INC [HAS]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Global Development Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/11/2008</u>	

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	(A) or (D)	Price			
Common Stock, par value \$.50 per share	08/11/2008		M		13,333	A	\$20.57	21,449.091	D	
Common Stock	08/11/2008		M		13,492	A	\$18.815	34,941.091	D	
Common Stock	08/11/2008		S		13,325	D	\$41	21,616.091	D	
Common Stock	08/11/2008		S		200	D	\$41.005	21,416.091	D	
Common Stock	08/11/2008		S		8,200	D	\$41.01	13,216.091	D	
Common Stock	08/11/2008		S		1,100	D	\$41.015	12,116.091	D	
Common Stock	08/11/2008		S		3,800	D	\$41.02	8,316.091	D	
Common Stock	08/11/2008		S		100	D	\$41.025	8,216.091	D	
Common Stock	08/11/2008		S		100	D	\$41.03	8,116.091	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Option (Right to Buy) ⁽¹⁾	\$20.57	08/11/2008		M		13,333		05/19/2006 ⁽²⁾	05/18/2012	Common Stock	13,333	\$0	0	D	
Option (Right to Buy) ⁽¹⁾	\$18.815	08/11/2008		M		13,492		07/27/2007 ⁽²⁾	07/26/2013	Common Stock	13,492	\$0	13,492	D	

Explanation of Responses:

- These options were granted pursuant to an employee stock option plan in compliance with Rule 16b-3 and have tandem tax withholding rights.
- 33 1/3% of the options become exercisable upon the first anniversary of the dates of grant (which grant dates were 5/19/2005 and 7/27/2006 respectively for the two options being exercised) and an additional 33 1/3% of the options become exercisable on each anniversary of the date of grant thereafter.

/s/ Tarrant Sibley pursuant to power of attorney 08/12/2008

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.