FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	VAL
	OMB Number:	3235-0287
l	Estimated average burd	en
l	hours per response:	0.5

	Check this box if no longer subject to									
)	Section 16. Form 4 or Form 5									
J	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

1. Name ar		2. Issuer Name <b>and</b> Ticker or Trading Symbol HASBRO INC [ HAS ]									II appli Directo		g Per	10% O	vner				
(Last) (First) (Middle) C/O HASBRO, INC.						3. Date of Earliest Transaction (Month/Day/Year) 06/30/2011										(give title		Other (s	specify
1011 NEWPORT AVENUE  (Street) PAWTUCKET RI 02862					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting					
(City) (State) (Zip)															Perso	n 			
		Tab	le I - Non	-Deriva	ative	Sec	curitie	es Ac	cquired,	Dis	posed	of, or Be	enefic	ially O	wne	t			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)					Execution			Code	4. Securities Acquire action Disposed Of (D) (Ins (Instr. 5)			and S B O	Amount of ecurities eneficially wned Following eported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Code	v	Amount	(A) or (D)		.  т	ansac	ction(s) 3 and 4)			(instr. 4)	
	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 D if any (Month/Day	Date, T	ransaction Code (Instr.				6. Date Exercisab Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)		Deriv Secui (Instr	Price of erivative ecurity estr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	,	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)
				c	ode	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Amour or Number of Shares	r					
Phantom Stock Units <sup>(1)</sup>	\$0 <sup>(2)</sup>	06/30/2011			A		146		(3)		(3)	Common Stock	146	\$43	.93	21,533		D	

## **Explanation of Responses:**

- 1. All of the phantom stock units were acquired pursuant to the Hasbro, Inc. Deferred Compensation Plan for Non-Employee Directors in 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.

Tarrant Sibley, P/O/A for Basil <u>07/05/2011</u> <u>L. Anderson</u>

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.