FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washi

ington, b.C. 20049		OMB APPRO
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:

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								
ОМ	B Number:	3235-0287						
Esti	mated average burd	den						
hou	rs per response:	0.5						

1. Name and Address of Reporting Person* Billing Duncan						2. Issuer Name and Ticker or Trading Symbol HASBRO INC [HAS]								eck all a Di	applic recto	or (give title		10% Ov	ner
(Last) (First) (Middle) C/O HASBRO, INC. 1011 NEWPORT AVENUE						3. Date of Earliest Transaction (Month/Day/Year) 02/09/2011								^ be	elow)			Other (s below) pment Off	`
(Street) PAWTUCKET RI 02862				4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)							Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting							
(City)	(S	tate)	(Zip)										P	Person					
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3) 2. Transc Date (Month/L					Execution Date,		Code (Transaction Disposed Of (D) (Instr. 3 Code (Instr. 5)			4 and Securitie Benefici Owned F		es Form ally (D) o following (I) (In		: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	Amount	(A) or (D)		Tra	Reported Transaction(s) (Instr. 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 (Instr. 3) 3. Transaction Date Execution Date, if any (Month/Day/Year)			ate, Ti	ransa ode (I		of E		Expiration	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security		9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	s S Ily	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				С	ode	v	(A)	(D)	Date Exercisabl		Expiration Date	Title	Amount or Number of Shares						
Option (Right to Buy) ⁽¹⁾	\$45.66	02/09/2011			A		36,170		02/09/2012	(2)	02/09/2018	Common Stock	36,170	\$()	36,170	0	D	

Explanation of Responses:

- 1. 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, which grant date is February 9, 2011. An additional 33 1/3% of the options become exercisable on each anniversary of the date of grant thereafter.

Tarrant Sibley, P/O/A for **Duncan Billing**

02/10/2011

** 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.