

**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
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>VERRECCHIA ALFRED J</u>  (Last) (First) (Middle) <u>C/O HASBRO INC</u> <u>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)  <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <p style="text-align: center;"><b>Chairman</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/28/2012</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)	09/12/2012		J <sup>(1)</sup>	V	41,750	A	\$0	243,620	D	
Common Stock (Par Value \$.50 per share)	09/12/2012		J <sup>(2)</sup>	V	20,800	A	\$0	45,175	I <sup>(3)</sup>	By Wife
Common Stock (Par Value \$.50 per share)	09/12/2012		J <sup>(1)</sup>	V	41,750	D	\$0	213,500	I <sup>(4)</sup>	By Mr. Verrecchia's GRAT
Common Stock (Par Value \$.50 per share)	09/12/2012		J <sup>(2)</sup>	V	20,800	D	\$0	106,700	I <sup>(3)</sup>	By Mrs. Verrecchia's GRAT

**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
Phantom Stock Units <sup>(5)</sup>	\$0 <sup>(6)</sup>	09/28/2012		A		23		(7)	(7)	Common Stock	23	\$38.17	2,460	D	

**Explanation of Responses:**

- On October 2, 2009, Mr. Verrecchia contributed 300,000 shares of common stock to a grantor retained annuity trust and voluntarily reported the transaction as a transfer of direct to indirect ownership. On September 12, 2012, annuity payments were made to Mr. Verrecchia from the grantor retained annuity trust resulting in the direct ownership of 41,750 of the shares previously reported as owned by the grantor retained annuity trust.
- On October 2, 2009, Mrs. Verrecchia contributed 150,000 shares of common stock to a grantor retained annuity trust and voluntarily reported the transaction as a transfer of shares held by Mrs. Verrecchia to shares held by Mrs. Verrecchia's grantor retained annuity trust. On September 12, 2012, annuity payments were made to Mrs. Verrecchia from the grantor retained annuity trust resulting in her direct ownership of 20,800 of the shares previously reported as owned by Mrs. Verrecchia's grantor retained annuity trust.
- Mr. Verrecchia disclaims beneficial ownership of the shares held by his wife and the shares held by his wife's grantor retained annuity trust.
- Mr. Verrecchia disclaims beneficial ownership of all of these shares except to the extent of his proportionate pecuniary interest therein.
- 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.
- Units correspond 1 for 1 with common stock.
- Units are settled only in cash and are payable after the reporting person ceases to be a director.

Tarrant Sibley, P/O/A for  
Alfred J. Verrecchia 10/02/2012

\*\* 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.