FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
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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

1. Name and Address of Reporting Person*						2. Issuer Name and Ticker or Trading Symbol HASBRO INC [HAS]								Relationship of Reporting Person(s) to Issuer (Check all applicable)					
PHILIP EDWARD M					_									X	Direct	or		10% Ov	vner
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 03/30/2007									Office below	r (give title)		Other (s below)	specify	
115 DRAPER RD																			
[4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)													l ′	X Form filed by One Reporting Person					
WAYLAND MA 01778)1778 												Form filed by More than One Reporting Person				
(City)	(S	tate) (Zip)											1 0130					
		Tab	le I - Non-	Deriva	tive	Sec	curitie	es A	cquired, [Disp	osed (of, or Be	enefi	cially	Owne	d			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da					Execution Date			e, Transaction Disposed (Code (Instr. 5)			ities Acqui d Of (D) (In		l and Securit Benefic Owned		ies For cially (D) Following (I) (I		n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount (A)		or Pi	rice	Reporte Transac (Instr. 3	rted action(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)	Title of 2. 3. Transaction 3A. Deemed Execution Date Execution Date, or Exercise (Month/Day/Year) if any			ate, Tr	ansac	ction	5. Number of		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative (Instr. 3 and	8. Price of Derivative Security (Instr. 5)				10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Co	ode	v	(A)	(D)	Date Exercisable	Ex Da	piration tte	Title	Amor or Numl of Share	per					
Phantom Stock Units ⁽¹⁾	\$0 ⁽²⁾	03/30/2007			A		870		(3)(4)		(3)(4)	Common Stock	87	0	\$28.62	17,233		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 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. Vesting of 35 units will occur on the earlier of 12/31/07 (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 35 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. The remainder of the units are immediately vested.

Tarrant Sibley, p/o/a for Edward M. Philip

04/03/2007

** 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.