SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

			of cooling of the involution company for of the	
1. Name and A <u>Tinga Wie</u>	Address of Reporting I ebe	Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>HASBRO INC</u> [HAS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
		(1.6:-1-1) -)	3. Date of Earliest Transaction (Month/Day/Year)	X Officer (give title Other (specify below) below)
(Last) C/O HASBI	(First) RO, INC.	(Middle)	02/11/2015	EVP & Chief Commercial Officer
1011 NEWPORT AVENUE				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
PAWTUCK	ET RI	02861		X Form filed by One Reporting Person
,				Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

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 3. Execution Date, if any Code (Instr. (Month/Day/Year) 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock (Par Value \$.50 per share)	02/11/2015		A		4,600	A	\$0	59,109	D	
Common Stock (Par Value \$.50 per share)	02/12/2015		М		30,000	A	\$36.135	84,509	D	
Common Stock (Par Value \$.50 per share)	02/12/2015		S		30,000	D	\$61.8371 ⁽³⁾	59,109	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(3-, p,,														
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. Transa Code (8)				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	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	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Option (Right to Buy) ⁽¹⁾	\$ 61.77	02/11/2015		А		9,199		(2)	02/10/2022	Common Stock	9,199	\$ <u>0</u>	9,199	D	
Option (Right to Buy) ⁽¹⁾	\$36.135	02/12/2015		М			30,000	(4)	02/07/2019	Common Stock	30,000	\$ <mark>0</mark>	35,000	D	

Explanation of Responses:

1. These options were granted pursuant to an employee stock option plan in accordance 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 and an additional 33 1/3% of the options become exercisable on each anniversary of the date of grant thereafter.
 3. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$61.77 to \$61.94, inclusive. The reporting person undertakes to provide to Hasbro, Inc., any security holder of Hasbro, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (3).

4. 33 1/3 of the options became exercisable on each February 8, 2013, February 8, 2014 and February 8, 2015.

Tarrant Sibley, P/O/A for Wiebe 02/13/2015

<u>Tinga</u>

** 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.