

**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
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1. Name and Address of Reporting Person* <b>GOLDNER BRIAN</b> _____ (Last) (First) (Middle) <b>C/O HASBRO INC</b> <b>1027 NEWPORT AVENUE</b> _____ (Street) <b>PAWTUCKET RI 02862</b> _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <b>HASBRO INC [ HAS ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chief Operating Officer</b>		
			3. Date of Earliest Transaction (Month/Day/Year) <b>02/13/2007</b>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)					
			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person					

**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/share)	02/13/2007		M		50,000	A	\$15.9375	107,607	D	
Common Stock (Par Value \$.50/share)	02/13/2007		M		94,000	A	\$11.59	201,607	D	
Common Stock (Par Value \$.50/share)	02/13/2007		M		75,000	A	\$11.16	276,607	D	
Common Stock (Par Value \$.50/share)	02/13/2007		M		85,000	A	\$16.335	361,607	D	
Common Stock (Par Value \$.50/share)	02/13/2007		S		284,000	D	\$28.4585 <sup>(6)</sup>	77,607	D	

**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
Option (Right to Buy) <sup>(1)</sup>	\$15.9375	02/13/2007		M		50,000		03/20/2001 <sup>(2)</sup>	03/19/2010	Common Stock	50,000	\$0	0	D	
Option (Right to Buy) <sup>(1)</sup>	\$11.59	02/13/2007		M		94,000		04/25/2002 <sup>(3)</sup>	04/24/2011	Common Stock	94,000	\$0	0	D	
Option (Right to Buy) <sup>(1)</sup>	\$11.16	02/13/2007		M		75,000		04/25/2004 <sup>(4)</sup>	12/29/2012	Common Stock	75,000	\$0	0	D	
Option (Right to Buy)	\$16.335	02/13/2007		M		85,000		04/25/2003 <sup>(5)</sup>	04/24/2012	Common Stock	85,000	\$0	0	D	

**Explanation of Responses:**

- These options were granted pursuant to an employee stock option plan in compliance with Rule 16b-3 and have tandem tax withholding rights.
- These options vested in cumulative installments of 33 1/3% on each of the first three anniversaries of the date of grant, which grant date was March 20, 2000.
- These options vested in cumulative installments of 33 1/3% on each of the first three anniversaries of the date of grant, which grant date was April 25, 2001.
- 33 1/3% of the options become exercisable on April 25, 2004 and an additional 33 1/3% of the options become exercisable on each of April 25, 2005 and April 25, 2006.
- These options vested in cumulative installments of 33 1/3% on each of the first three anniversaries of the date of grant, which grant date was April 25, 2002.
- These shares were sold at prices ranging from \$28.30 to \$28.69, with a weighted average sale price of \$28.4585 per share.

Tarrant Sibley, p/o/a for Brian Goldner 02/15/2007

\*\* 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.