

# **HASBRO INC**

Reported by  
**BILLING DUNCAN**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 02/27/17 for the Period Ending 02/23/17

Address 1027 NEWPORT AVE  
P O BOX 1059  
PAWTUCKET, RI 02861  
Telephone 4014318697  
CIK 0000046080  
Symbol HAS  
SIC Code 3944 - Games, Toys, and Children's Vehicles, Except Dolls and Bicycles  
Industry Toys & Juvenile Products  
Sector Consumer Cyclical  
Fiscal Year 12/27

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 - <b>Billing Duncan</b> (Last) (First) (Middle)		2. Issuer Name and Ticker or Trading Symbol <b>HASBRO INC [ HAS ]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>EVP, Chief Strategy Officer</b>	
C/O HASBRO, INC. 1011 NEWPORT AVENUE (Street)		3. Date of Earliest Transaction (MM/DD/YYYY) <b>2/23/2017</b>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
PAWTUCKET, RI 02861 (City) (State) (Zip)		4. If Amendment, Date Original Filed (MM/DD/YYYY)			

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)	2/23/2017		F	(I)			568	D	\$97.96	48597.511	D

### Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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				

#### Explanation of Responses:

( This represents payment of tax withholding using share withholding in connection with the vesting of the first tranche (1/3) of a restricted stock award of 1) 3,210 shares granted February 23, 2016. The full 3,210 shares of restricted stock were previously reported as owned by Mr. Billing.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Billing Duncan</b> C/O HASBRO, INC. 1011 NEWPORT AVENUE PAWTUCKET, RI 02861			<b>EVP, Chief Strategy Officer</b>	

#### Signatures

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

**2/27/2017**

\*\* 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 control number.