

HASBRO INC

Reported by
BILLING DUNCAN

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/02/17 for the Period Ending 07/31/17

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 *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Billing Duncan			HASBRO INC [HAS]			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) EVP, Chief Strategy Officer		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
C/O HASBRO, INC. 1011 NEWPORT AVENUE			7/31/2017					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
PAWTUCKET, RI 02861						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	3A. 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)	7/31/2017		M		6833	A	\$52.11	55430.511	D	
Common Stock (Par Value \$.50 per share)	7/31/2017		M		1947	A	\$61.77	57377.511	D	
Common Stock (Par Value \$.50 per share)	7/31/2017		S		8780	D	\$106	48597.511	D	
Common Stock (Par Value \$.50 per share)	8/1/2017		M		4495	A	\$61.77	53092.511	D	
Common Stock (Par Value \$.50 per share)	8/1/2017		M		5371	A	\$74.42	58463.511	D	
Common Stock (Par Value \$.50 per share)	8/1/2017		S		9866	D	\$106.08	48597.511	D	
Common Stock (Par Value \$.50 per share)	8/1/2017		S		21174	D	\$106.4737 (1)	27423.511	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				
Option (Right to Buy) (2)	\$52.11	7/31/2017		M		6833		(3)	2/12/2021	Common Stock	6833	\$0	0	D	
Option (Right to Buy) (2)	\$61.77	7/31/2017		M		1947		(4)	2/11/2022	Common Stock	1947	\$0	8389	D	
Option (Right to Buy) (2)	\$61.77	8/1/2017		M		4495		(4)	2/11/2022	Common Stock	4495	\$0	6442	D	
Option (Right to Buy) (2)	\$74.42	8/1/2017		M		5371		(5)	2/23/2023	Common Stock	5371	\$0	10424	D	

Explanation of Responses:

- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$106.29 to \$106.69 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 (1).
- These options were granted pursuant to an employee stock option plan in compliance with Rule 16b-3 and have tandem tax withholding rights.
- 33 1/3% of the options became exercisable on each February 12, 2015, February 12, 2016 and February 12, 2017.
- 33 1/3% of the options became exercisable on the first anniversary of the date of grant, which grant date is February 11, 2015. An additional 33 1/3% of the options become exercisable on each anniversary of the date of grant thereafter.
- 33 1/3% of the options became exercisable on the first anniversary of the date of grant, which grant date is February 23, 2016. An additional 33 1/3% of the options become exercisable on each anniversary of the date of grant thereafter.

Reporting Owners

