Edgar Filing: HASBRO INC - Form 4

HASBRO INC								
Form 4 January 03, 2007								
							PPROVAL	
	ITED STATES		ES AND EX ton, D.C. 2		E COMMISSION	OMB Number:	3235-0287	
subject to	TATEMENT O	F CHANGES		FICIAL O	WNERSHIP OF	Expires: Estimated		
Section 16. Form 4 or		SEA	JUNITES			burden hou response	•	
abligations	ion 17(a) of the		Holding Co	mpany Act	nge Act of 1934, a of 1935 or Sectio 1940		. 0.0	
(Print or Type Responses)								
1. Name and Address of R PHILIP EDWARD M	2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer				
	HASBRO IN	IC [HAS]		(Check all applicable)				
(Last) (First)	(Middle)	3. Date of Earli		n		TT		
115 DRAPER RD	(Month/Day/Year) 12/29/2006			X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street) WAYLAND, MA 017	4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
	110				Person			
(City) (State)	(Zip)	Table I - N	on-Derivativ	e Securities A	Acquired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transacti (Month/Day)	on Date 2A. Deem //Year) Execution any (Month/D	Date, if Trans Code	4. Secun actionAcquire Dispose 8) (Instr. 3	d (A) or	Securities Beneficially (Owned (6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			V Amoun					
Reminder: Report on a sepa	arate line for each cl	ass of securities	•	•	or indirectly. spond to the colled	ation of a	SEC 1474	
			info requ	mation con ired to resp lays a curre	tained in this form ond unless the for ntly valid OMB cor	are not m	(9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities			(Instr. 5)

	Derivative Security				Acqui (A) or Dispos of (D) (Instr. and 5)	sed 3, 4,					
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units <u>(1)</u>	\$ 0 <u>(2)</u>	12/29/2006	А		865		(3)(4)	(3)(4)	Common Stock	865	\$ 27.2

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
PHILIP EDWARD M 115 DRAPER RD WAYLAND, MA 01778	Х			
Signatures				
Tarrant Sibley, p/o/a for Edwar Philip	rd M.	01/0	3/2007	
**Signature of Reporting Person		Γ	Date	

Explanation of Responses:

- * 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).
- (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.

Vesting of 36 units will occur on the earlier of 12/31/06 (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 36 units will occur on the earlier of 12/31/07 (provided the

(4) disability of refinement (after age 72) of the reporting person: vesting of so ands will occur on the carnet of 12/3/107 (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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.