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BIFULCO FRANK P JR

Form 3

February 22, 2006

FORM 3

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

OMB APPROVAL

response...

OMB Number: 3235-0104

Expires: January 31, 2005

0.5

Estimated average burden hours per

SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement HASBRO INC [HAS] BIFULCO FRANK P JR (Month/Day/Year) 02/16/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O HASBRO INC., 1011 (Check all applicable) **NEWPORT AVENUE** (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting President, North American Sales Person PAWTUCKET, Â RIÂ 02862 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Common Stock (Par Value \$.50) 3,500 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. 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.

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

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	(Instr. 5)
		(Instr. 4)	Price of	Derivative	
		m: .1	Derivative	Security:	
		Title	Security	Direct (D)	

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Options (Right to Buy), granted 6/9/2003 (1)	(3)	06/08/2013	Common Stock	50,000	\$ 16.485	D	Â
Options (Right to Buy), granted 5/20/2004 (1)	(2)	05/19/2014	Common Stock	45,000	\$ 18.575	D	Â
Options (Right to Buy), granted 5/20/2004 (1)	(2)	05/19/2011	Common Stock	125,000	\$ 20.4325	D	Â
Options (Right to Buy), granted 5/19/2005 (1)	(2)	05/18/2012	Common Stock	60,000	\$ 20.57	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
FB	Director	10% Owner	Officer	Other
BIFULCO FRANK P JR C/O HASBRO INC. 1011 NEWPORT AVENUE PAWTUCKET. RI 02862	Â	Â	President,North American Sales	Â

Signatures

Tarrant Sibley, p/o/a for Frank P. Bifulco, Jr.

02/21/2006

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) The options were granted pursuant to employee stock option plans in accordance with Rule 16b-3 and have tandem tax withholding rights.
- (2) 33 1/3% of these options become exercisable on the first anniversary of the date of grant and an additional 33 1/3% become exercisable on each anniversary of the date of grant thereafter until fully exercisable.
- (3) 25,000 shares of this option became exercisable on June 9, 2005 and an additional 25,000 shares become exercisable on June 9, 2006.

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.

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