

HASBRO INC

Form 4

February 18, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HASSENFELD ALAN G

(Last) (First) (Middle)

**C/O HASSENFELD FAMILY
INITIATIVES LLC, 101 DYER
STREET, SUITE 401**

(Street)

PROVIDENCE, RI 02903

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
HASBRO INC [HAS]

3. Date of Earliest Transaction
(Month/Day/Year)
02/16/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 per share)						D	25,963

Common
Stock (Par
value \$.50
per share)

02/16/2016 S(2) 45,000 D \$ 71.066 (4) 7,938,064 I (1)

As one of
the
Trustees
of a Trust
for the
benefit of
himself.

Common Stock (Par value \$.50 per share)	02/16/2016	S ⁽³⁾	45,000	D	\$ 71.066 (4)	2,295,000	I ⁽¹⁾	As one of the Trustees of the Ellen H. Block Trust.
Common Stock (Par value \$.50 per share)	02/17/2016	S ⁽²⁾	100,000	D	\$ 72.0654 (5)	7,838,064	I ⁽¹⁾	As one of the Trustees of a Trust for the benefit of himself.
Common Stock (Par value \$.50 per share)	02/17/2016	S ⁽³⁾	100,000	D	\$ 72.0654 (5)	2,195,000	I ⁽¹⁾	As one of the Trustees of the Ellen H. Block Trust.
Common Stock (Par value \$.50 per share)	02/17/2016	S ⁽²⁾	40,000	D	\$ 72.0231 (6)	7,798,064	I ⁽¹⁾	As one of the Trustees of a Trust for the benefit of himself.
Common Stock (Par value \$.50 per share)	02/17/2016	S ⁽³⁾	40,000	D	\$ 72.0231 (6)	2,155,796	I ⁽¹⁾	As one of the Trustees of the Ellen H. Block Trust.
Common Stock (Par value \$.50 per share)	02/17/2016	S ⁽²⁾	40,000	D	\$ 72.3067 (7)	7,758,064	I ⁽¹⁾	As one of the Trustees of a Trust for the benefit of himself.
Common Stock (Par value \$.50 per share)	02/17/2016	S ⁽³⁾	40,000	D	\$ 72.3067 (7)	2,115,000	I ⁽¹⁾	As one of the Trustees of the Ellen H.

Block
Trust.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HASSENFELD ALAN G
C/O HASSENFELD FAMILY INITIATIVES LLC
101 DYER STREET, SUITE 401
PROVIDENCE, RI 02903

X

Signatures

Tarrant Sibley, P/O/A for Alan G.
Hassenfeld

02/18/2016

**Signature of Reporting Person

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) Mr. Hassenfeld disclaims beneficial ownership of all these shares except to the extent of his proportionate pecuniary interest therein.
- (2) All sales were made by the Alan G. Hassenfeld Trust
- (3) All sales were made by the Ellen H. Block Trust

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(4) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$71.00 to \$71.37 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 footnote (4).

(5) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$71.965 to \$72.37 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 footnote (5).

(6) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$71.22 to \$72.21 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 footnotes (6) and (7) to this Form 4.

(7) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$72.22 to \$72.64 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 footnotes (6) and (7) to this Form 4.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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