

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 9)\*

HASBRO, INC.  
(Name of Issuer)

COMMON STOCK, PAR VALUE \$.50 PER SHARE  
(Title of Class of Securities)

418 056 107  
(CUSIP Number)

Peter R. Haje, Esq.,  
General Counsel, Time Warner Inc.  
75 Rockefeller Plaza New York, New York 10019  
(212) 484-8000  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notice and Communications)

August 15, 1995  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box //.

Check the following box if a fee is being paid with the statement //. (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for the other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 418 056 107

Page 2 of 8 Pages

- 1 NAME OF REPORTING PERSON S.S. OR  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Time Warner Inc.  
IRS. NO.: 13-1388520
  - 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
a//            b//
  - 3 SEC USE ONLY
  - 4 SOURCE OF FUNDS\*  
Not Applicable
  - 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) or 2(e)  
//
  - 6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware
- NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
- 7 SOLE VOTING POWER
  - 8 SHARED VOTING POWER  
12,057,561
  - 9 SOLE DISPOSITIVE POWER
  - 10 SHARED DISPOSITIVE POWER  
12,057,561
  - 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON  
12,057,561
  - 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES\*  
//
  - 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
13.7%
  - 14 TYPE OF REPORTING PERSON\*  
CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!  
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO  
ITEMS 1-7 (INCLUDING EXHIBITS) OF THE  
SCHEDULE, AND THE SIGNATURE ATTESTATION.



SCHEDULE 13D

CUSIP No. 418 056 107

Page 3 of 8 Pages

- 1 NAME OF REPORTING PERSON S.S. OR  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Warner Communications Inc.  
IRS NO.: 13-2696809
  - 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
a// b//
  - 3 SEC USE ONLY
  - 4 SOURCE OF FUNDS\*  
Not Applicable
  - 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
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CO

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SCHEDULE 13D

CUSIP No. 418 056 107

Page 4 of 8 Pages

- 1 NAME OF REPORTING PERSON S.S. OR  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
TWI Ventures Ltd.  
IRS NO.: 51-0342126
  - 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
a// b//
  - 3 SEC USE ONLY
  - 4 SOURCE OF FUNDS\*  
Not Applicable
  - 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) or 2(e)  
//
  - 6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware
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  - 14 TYPE OF REPORTING PERSON\*  
CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!  
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO  
ITEMS 1-7 (INCLUDING EXHIBITS) OF THE  
SCHEDULE, AND THE SIGNATURE ATTESTATION.



Time Warner Inc., a Delaware corporation ("Time Warner"), Warner Communications Inc., a Delaware corporation ("WCI") and TWI Ventures Ltd., a Delaware corporation ("TWI Ltd."), (collectively, the "Reporting Persons"), hereby amend and supplement the Amended and Restated Statement on Schedule 13D, relating to the Common Stock of Hasbro, Inc. dated June 22, 1994, as filed with the Securities and Exchange Commission on June 24, 1994 by the Reporting Persons. As provided in the Amended and Restated Schedule 13D and a Joint Filing Agreement filed as an Exhibit thereto (which Exhibit is incorporated herein by reference), the Reporting Persons have agreed pursuant to Rule 13D-1(f) under the Securities Exchange Act of 1934, to file one statement with respect to their ownership of Common Stock of the Issuer. The Amended and Restated Schedule 13D of the Reporting Persons is hereinafter referred to as the "Statement."

Unless otherwise indicated, capitalized terms used but not defined herein have the meanings assigned to them in the Statement.

Item 4. PURPOSE OF TRANSACTION.

The response to Item 4 of the Statement is hereby amended and supplemented by inserting the following paragraph as the sixth paragraph:

"On August 15, 1995, Time Warner Financing Trust (the "Trust") sold through Morgan Stanley & Co. Incorporated 12,057,561 \$1.24 Preferred Exchangeable Redemption Cumulative Securities ("PERCS"). On December 23, 1997 (the "Mandatory Redemption Date"), each of the outstanding PERCS will be redeemed by the Trust in cash at a price per PERCS equal to the lesser of (i) \$54.41 and (ii) the average of the closing prices of one share of Hasbro Common Stock for the five trading day period ending on the trading day immediately preceding December 17, 1997, plus in each case, accrued and unpaid distributions to the Mandatory Redemption Date. Under the terms of the offering Time Warner may elect to require the holders of the PERCS to exchange their PERCS on the Mandatory Redemption Date (or any other redemption date) for shares of Hasbro Common Stock in lieu of the cash redemption price. As a result of the issuance of the PERCS and the existence of the LYONS described in the second preceding paragraph, Time Warner intends to retain possession of its Hasbro Common Stock until it delivers such stock to satisfy its obligations in respect of either the PERCS or the LYONS."

Item 5. INTEREST IN SECURITIES OF THE ISSUER.

Paragraphs eight through eleven of Item 5 of the Statement are hereby amended with the following eight, ninth and tenth paragraphs:

"According to Hasbro's Quarterly Report on Form 10-Q for the quarter ended March 31, 1995, there were outstanding as of April 28, 1995, 87,717,715 shares of Hasbro Common Stock. The 12,057,561 shares of Hasbro Common Stock held by TWI Ltd. and beneficially owned by Time Warner and WCI constitute approximately 13.7% of the outstanding Hasbro Common Stock."

"Time Warner, WCI and TWI Ltd. have shared power to vote and dispose of the 12,057,561 shares of Hasbro Common Stock registered in the name of TWI Ltd. and owned beneficially by Time Warner and WCI."

"Except as described herein, neither Time Warner, WCI nor TWI Ltd. is aware of any beneficial ownership of, or any transaction within 60 days before the filing of this Statement in, any shares of Hasbro Common Stock by Time Warner, WCI, TWI Ltd. or any person listed in Annexes A, B or C hereto."





SIGNATURE

After reasonable inquiry and to the best of the knowledge and belief of the undersigned, the undersigned certify that the information set forth in this statement is true, complete and correct.

Date: August 15, 1995

TIME WARNER INC.

BY:/s/Thomas W. McEnerney  
Name: Thomas W. McEnerney  
Title: Vice President

WARNER COMMUNICATIONS INC.

BY:/s/Thomas W. McEnerney  
Name: Thomas W. McEnerney  
Title: Vice President

TWI VENTURES LTD.

BY:/s/Spencer B. Hays  
Name: Spencer B. Hays  
Title: Vice President



ANNEX A

The following is a list of the directors and executive officers of Time Warner Inc. ("Time Warner"), setting forth the business address and present principal occupation or employment (and the name, principal business and address of any corporation or organization in which such employment is conducted) of each such person. To the best knowledge of Time Warner, each person is a citizen of the United States of America.

NAME	OFFICE	Principal Occupation or EMPLOYMENT AND ADDRESS
Merv Adelson	Director	Chairman, East-West Capital Associates 10100 Santa Monica Blvd. Los Angeles, CA 90067 (private investment company)
Timothy A. Boggs	Senior Vice President	Senior Vice President, Time Warner, 800 Connecticut Avenue, NW, Suite 800 Washington, DC 20006
Richard J. Bressler	Senior Vice President and Chief Financial Officer	Senior Vice President and Chief Financial Officer, Time Warner*
Lawrence B. Buttenwieser	Director	Partner, Rosenman & Colin 575 Madison Avenue New York, NY 10022 (attorney)
Edward S. Finkelstein	Director	Chairman, Finkelstein Associates Inc. 712 Fifth Avenue New York, NY 10019 (consulting)
Beverly Sills Greenough	Director	Chairman-Lincoln Center for the Performing Arts 211 Central Park West New York, NY 10024 (entertainment)
Peter R. Haje	Executive Vice President, Secretary and General Counsel	Executive Vice President, Secretary and General Counsel, Time Warner*
Carla A. Hills	Director	Chairman and Chief Executive Officer Hills & Company 1200 19th Street, NW Washington, DC 20036 (international trade consultants)
Tod R. Hullin	Senior Vice President	Senior Vice President Time Warner*
David T. Kearns	Director	Former Chairman of Xerox, 100 First Stamford Place Stamford, CT 06904
Gerald M. Levin	Director, Chairman and Chief Executive Officer	Chairman and Chief Executive Officer Time Warner*
Philip R.	Senior Vice	Senior Vice President,

Lochner, Jr.	President	Time Warner*
Henry Luce, III	Director	Chairman and Chief Executive Officer, The Henry Luce Foundation, Inc. 720 Fifth Avenue New York, NY 10019 (private foundation)
Reuben Mark	Director	Chairman and Chief Executive Officer Colgate-Palmolive Company 300 Park Avenue New York, NY 10022 (consumer products)
Michael A. Miles	Director	Former Chairman and Chief Executive Officer of Philip Morris Companies Inc., (Director of Various Companies) 3 Lakes Drive Northfield, IL 60093
J. Richard Munro	Director	Chairman of the Executive/Finance Committee and Advisor to the Company Time Warner*
Richard D. Parsons	Director and President	Director and President, Time Warner Inc.*

Donald S. Perkins	Director	Director of Various Companies Suite 2530 One First National Plaza 21 South Clark Street Chicago, IL 60603
Raymond S. Troubh	Director	Financial Consultant and Director of Various Companies 10 Rockefeller Plaza New York, NY 10020 (financial consultant)
Francis T. Vincent, Jr.	Director	Vincent Enterprises (private investor), 300 First Stamford Place Stamford, CT 06902

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\* The business address of Time Warner is 75 Rockefeller Plaza,  
New York, NY 10019



## ANNEX B

The following is a list of the directors and executive officers of Warner Communications Inc. ("WCI"), setting forth the business address and present principal occupation or employment (and the name, principal business and address of any corporation or organization in which such employment is conducted) of each such person. To the best knowledge of WCI, each person is a citizen of the United States of America.

NAME	OFFICE	Principal Occupation or EMPLOYMENT AND ADDRESS
Richard J. Bressler	Senior Vice President	Senior Vice President and Chief Financial Officer, Time Warner*
Peter R. Haje	Director and Executive Vice President	Executive Vice President, Secretary and General Counsel, Time Warner*
Tod R. Hullin	Director	Senior Vice President, Time Warner*
Deane F. Johnson	Office of the President	Office of the President WCI, 1271 Avenue of the Americas, New York, NY 10020
John LaBarca	Vice President	Vice President and Controller, Time Warner*
Gerald M. Levin	Director, Chairman and Chief Executive Officer	Chairman and Chief Executive Officer, Time Warner*
Richard D. Parsons	Director and Office of the President	President, Time Warner*

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\* The business address of Time Warner and WCI is 75 Rockefeller Plaza, New York, NY 10019





## ANNEX C

The following is a list of the directors and executive officers of TWI Ventures Ltd., setting forth the business address and present principal occupation or employment (and the name, principal business and address of any corporation or organization in which such employment is conducted) of each such person. To the best knowledge of TWI Ventures Ltd., each person is a citizen of the United States of America.

NAME	OFFICE	Principal Occupation or EMPLOYMENT AND ADDRESS
Richard J. Bressler	Director and President	Senior Vice President, Time Warner*
Spencer B. Hays	Director and Vice President	Vice President, Time Warner*
Stephen Kapner	Director, Vice President and Treasurer	Assistant Treasurer, Time Warner*
Margaret Pulgini	Director and Secretary	Assistant Vice President Wilmington Trust Company Rodney Square North Wilmington, DE 19801
James Tamucci	Director, Vice President and Assistant Treasurer	Tax Executive Director, Time Warner, 1271 Avenue of the Americas, New York, NY 10020

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The business address of Time Warner is 75 Rockefeller Plaza, New York, NY 10019

