

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL                                 |           |
|--|-----------|
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|   |  |   |
|---|--|---|
| 1. Name and Address of Reporting Person*<br><u>VERRECCHIA ALFRED J</u><br><br>(Last) (First) (Middle)<br><u>C/O HASBRO INC</u><br><u>1011 NEWPORT AVENUE</u><br><br>(Street)<br><u>PAWTUCKET RI 02861</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>HASBRO INC [ HAS ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><br>Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)<br><p style="text-align: center;"><b>Chairman</b></p> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>08/26/2014</u>    |   |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                 | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><br>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) | 08/26/2014                           |  | M                              |   | 250,000   | A          | \$27.095                 | 775,176   | D  |   |
| Common Stock (Par Value \$.50 per share) | 08/26/2014                           |  | S                              |   | 250,000   | D          | \$52.1229 <sup>(1)</sup> | 525,176   | D  |   |
| Common Stock (Par Value \$.50 per share) | 08/27/2014                           |  | M                              |   | 243,827   | A          | \$27.095                 | 769,003   | D  |   |
| Common Stock (Par Value \$.50 per share) | 08/27/2014                           |  | S                              |   | 243,827   | D          | \$52.2296 <sup>(2)</sup> | 525,176   | D  |   |
| Common Stock (Par Value \$.50 per share) |                                      |  |                                |   |   |            |                          | 60,650  | I <sup>(3)</sup>   | By Wife   |
| Common Stock (Par Value \$.50 per share) |                                      |  |                                |   |   |            |                          | 182,175   | I <sup>(4)</sup>   | By Mr. Verrecchia's GRAT                              |
| Common Stock (Par Value \$.50 per share) |                                      |  |                                |   |   |            |                          | 91,225  | I <sup>(3)</sup>   | By Mrs. Verrecchia's GRAT                             |

**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 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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Stock Option (Right to Buy) <sup>(5)</sup> | \$27.095   | 08/26/2014                           |  | M                              |   | 250,000  |     | (6)  | 02/12/2015      | Common Stock  | 250,000                                    | \$0  | 243,827   | D  |       |
| Stock Option (Right to Buy) <sup>(5)</sup> | \$27.095   | 08/27/2014                           |  | M                              |   | 243,827  |     | (6)  | 02/12/2015      | Common Stock  | 243,827                                    | \$0  | 0   | 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 \$51.90 to \$52.63, 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).
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$52.00 to \$52.63, 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 (2).
- Mr. Verrecchia disclaims beneficial ownership of the shares held by his wife and the shares held by his wife's grantor retained annuity trust.
- Mr. Verrecchia disclaims beneficial ownership of all of these shares except to the extent of his proportionate pecuniary interest therein.
- 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 these options became exercisable on each of February 13, 2009, February 13, 2010 and February 13, 2011.

Tarrant Sibley, P/O/A for Alfred J. Verrecchia 08/28/2014

\*\* Signature of Reporting Person Date

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

\* 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).

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

