

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <b>HARGREAVES DAVID D R</b> <hr/> (Last) (First) (Middle) <b>1011 NEWPORT AVENUE</b> <hr/> (Street) <b>PAWTUCKET RI 02862</b> <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <b>HASBRO INC [ HAS ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <span style="float:right">10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right">Other (specify below)</span> <p style="text-align:right"><b>COO and CFO</b></p>		
			3. Date of Earliest Transaction (Month/Day/Year) <b>07/25/2008</b>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	07/25/2008		M		50,000	A	\$16.335	128,884	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		M		125,000	A	\$17.9685	253,884	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		500	D	\$40.96	253,384	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		900	D	\$40.92	252,484	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		200	D	\$40.93	252,284	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		200	D	\$40.94	252,084	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		200	D	\$40.95	251,884	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		10,900	D	\$40.8	240,984	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		2,000	D	\$40.81	238,984	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		200	D	\$40.82	238,784	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		500	D	\$40.83	238,284	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		100	D	\$40.84	238,184	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		500	D	\$40.85	237,684	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		2,200	D	\$40.86	235,484	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		1,000	D	\$40.87	234,484	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		2,800	D	\$40.88	231,684	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		3,100	D	\$40.89	228,584	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		5,100	D	\$40.9	223,484	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		500	D	\$40.91	222,984	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		66,000	D	\$40.8	156,984	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		900	D	\$40.65	156,084	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		400	D	\$40.63	155,684	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		100	D	\$40.64	155,584	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		1,300	D	\$40.6	154,284	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		4,200	D	\$40.61	150,084	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		1,200	D	\$40.62	148,884	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		6,100	D	\$40.6	142,784	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		2,800	D	\$40.6	139,984	D	
Common Stock (Par Value \$.50 per share)	07/25/2008		S		37,100	D	\$40.6	102,884	D	

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

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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. Name 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)
Option (Right to Buy) <sup>(1)</sup>	\$16.335	07/25/2008		M	50,000	04/25/2003 <sup>(2)</sup> 04/24/2012	Common Stock 50,000	\$0	0	D	
Option (Right to Buy) <sup>(1)</sup>	\$17.9685	07/25/2008		M	125,000	04/25/2003 <sup>(3)</sup> 04/24/2012	Common Stock 125,000	\$0	0	D	

**Explanation of Responses:**

- 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 the options become exercisable on the first anniversary of the date of grant and an additional 33 1/3 of the options become exercisable on each anniversary of the date of grant thereafter. Date of grant was April 25, 2002.
- 20 % of the options become exercisable on the first anniversary of the date of grant and an additional 20% of the options become exercisable on each anniversary of the date of grant thereafter. Date of grant was April 25, 2002.

**Remarks:**

This document is one of two.

Tarrant Sibley, p/o/a for David D.R. Hargreaves      07/28/2008

\*\* 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.

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