SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* **ANDERSON BASIL** (Last) (First) (Middle) C/O HASBRO, INC. 1011 NEWPORT AVE (Street) PAWTUCKET RI 02861 (City) (State) (Zip)	2. Issuer Name **and** Ticker or Trading Symbol **HASBRO INC** [HAS] 3. Date of Earliest Transaction (Month/Day/Year) 12/31/2016 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) X 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)	09/26/2016		G[1]	V	33,487	D	$0	1,000	D	
Common Stock (Par Value $.50 per share)	09/26/2016		G[1]	V	33,487	A	$0	33,487	I[2]	Basil L. Anderson,as Trustee of the Basil L. Anderson Revocable Trust,dated March 15,1990,as amended

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	Amount or Number of Shares				
Phantom Stock Units[3]	$0[4]	12/31/2016		A		167		[5]	[5]	Common Stock	167	$77.79	25,591	D	

Explanation of Responses:

1. Represents a transfer of 33,487 shares of Hasbro stock subject to the deferred annual stock grants to Basil L. Anderson, Trustee of the Basil L. Anderson Revocable Trust dated March 15, 1990, as amended.

2. Mr. Anderson disclaims beneficial ownership of these shares except to the extent of his proportionate pecuniary interest therein.

3. All of the phantom stock units were acquired pursuant to the Hasbro, Inc. Deferred Compensation Plan for Non-Employee Directors in compliance with Rule 16b-3.

4. Units correspond 1 for 1 with common stock.

5. Units are settled only in cash and are payable after the reporting person ceases to be a director.

Tarrant Sibley, P/O/A for Basil L. Anderson   01/04/2017

** Signature of Reporting Person   Date