

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

SCHEDULE 14A  
(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of The Securities Exchange Act of 1934

(Amendment No. )

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12

HASBRO, INC.

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(Name of Registrant as Specified in Its Charter)

ALTA FOX OPPORTUNITIES FUND, LP  
ALTA FOX SPV 3, LP  
ALTA FOX SPV 3.1, LP  
ALTA FOX GENPAR, LP  
ALTA FOX EQUITY, LLC  
ALTA FOX CAPITAL MANAGEMENT, LLC  
CONNOR HALEY  
MATTHEW CALKINS  
JON FINKEL  
MARCELO FISCHER  
RANI HUBLOU  
CAROLYN JOHNSON

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(Name of Persons(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
  - Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
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(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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Fee paid previously with preliminary materials:

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Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

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(1) Amount previously paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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Alta Fox Opportunities Fund, LP, together with the other participants named herein (collectively, “Alta Fox”), intends to file a preliminary proxy statement and accompanying GOLD proxy card with the Securities and Exchange Commission to be used to solicit votes for the election of its slate of highly-qualified director nominees at the 2022 annual meeting of shareholders of Hasbro, Inc., a Rhode Island corporation (the “Company”).

Item 1: On April 4, 2022, Alta Fox issued the following statement:

## Alta Fox Comments on Hasbro’s Decision to Initiate a Defensive and Reactionary Board Expansion as Shares Trade Near 52-Week Low

DALLAS--(BUSINESS WIRE)--Alta Fox Capital Management, LLC (together with its affiliates, “Alta Fox” or “we”), the beneficial owner of approximately 2.5% of the outstanding shares of Hasbro, Inc. (NASDAQ: HAS) (“Hasbro” or the “Company”), today addressed the Company’s seemingly defensive and reactionary expansion of its Board of Directors (the “Board”) ahead of the 2022 Annual Meeting of Shareholders (the “Annual Meeting”). As a reminder, Alta Fox has nominated five highly qualified and independent candidates for election to the Board at the Annual Meeting. Learn more about the Alta Fox slate and vision at [www.FreeTheWizards.com](http://www.FreeTheWizards.com).

Connor Haley, Managing Partner of Alta Fox, commented:

“We believe Hasbro’s decision to initiate what appears to be a defensive and reactionary expansion of its Board validates shareholders’ significant concerns about the Company’s insular and ineffective corporate governance. Chairman Rich Stoddart and other apparently entrenched directors have chosen to force a costly, distracting and unnecessary election contest rather than collaborate with a sizable shareholder on a credible director refreshment process that would have finally demonstrated that the Company is not being overseen by a clubby, ineffective group installed by Alan Hassenfeld. Our prior settlement proposal, which sought the appointment of one Alta Fox designee and one mutually-selected individual without an unjustifiable expansion of the Board, should signal to all shareholders that we have gone to great lengths to avert a contest and try to start reversing years of irrefutable underperformance. We do not understand how Mr. Stoddart and long-tenured directors that have presided over what appears to be chronic underperformance, ineffective capital allocation, poor disclosures and a flawed strategy could be so arrogant and dismissive of our ideas and slate — especially with the Company’s shares trading around a 52-week low. In our view, the Board’s desire to continue operating Hasbro like a family business is a flashing red light for change and an obvious indicator that shareholder-appointed directors are needed at the Company. We look forward to filing our proxy statement in the near-term and giving shareholders the opportunity to vote for the right change at the Annual Meeting.”

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### **About Alta Fox**

Founded in 2018 by Connor Haley, Alta Fox is a Texas-based alternative asset management firm that employs a long-term focused investment strategy to pursue exceptional risk-adjusted returns for a diverse group of institutions and qualified individual clients. Alta Fox focuses on identifying often overlooked and under-the-radar opportunities across asset classes, market capitalization ranges and sectors. Learn more by visiting [www.AltaFoxCapital.com](http://www.AltaFoxCapital.com).

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## **Certain Information Concerning the Participants**

Alta Fox Opportunities Fund, LP (“Alta Fox Opportunities”), together with the other participants named herein (collectively, “Alta Fox”), intends to file a preliminary proxy statement and an accompanying GOLD proxy card with the Securities and Exchange Commission (“SEC”) to be used to solicit votes for the election of its slate of highly-qualified director nominees at the 2022 annual meeting of shareholders of Hasbro, Inc., a Rhode Island corporation (the “Company”).

ALTA FOX STRONGLY ADVISES ALL SHAREHOLDERS OF THE COMPANY TO READ THE PROXY STATEMENT AND OTHER PROXY MATERIALS, INCLUDING A GOLD PROXY CARD, AS THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION. SUCH PROXY MATERIALS WILL BE AVAILABLE AT NO CHARGE ON THE SEC'S WEB SITE AT [HTTP://WWW.SEC.GOV](http://www.sec.gov). IN ADDITION, THE PARTICIPANTS IN THIS PROXY SOLICITATION WILL PROVIDE COPIES OF THE PROXY STATEMENT WITHOUT CHARGE, WHEN AVAILABLE, UPON REQUEST. REQUESTS FOR COPIES SHOULD BE DIRECTED TO THE PARTICIPANTS' PROXY SOLICITOR.

The participants in the proxy solicitation are expected to be Alta Fox Opportunities, Alta Fox SPV 3, LP (“Alta Fox SPV 3”), Alta Fox SPV 3.1, LP (“Alta Fox SPV 3.1”), Alta Fox GenPar, LP (“Alta Fox GP”), Alta Fox Equity, LLC (“Alta Fox Equity”), Alta Fox Capital Management, LLC (“Alta Fox Capital”), Connor Haley, Matthew Calkins, Jon Finkel, Marcelo Fischer, Rani Hublou and Carolyn Johnson (collectively, the “Participants”).

As of the date hereof, Alta Fox Opportunities directly beneficially owned 712,614 shares of Common Stock, \$0.50 par value (the “Common Stock”), of the Company, including 100,000 shares of Common Stock underlying listed call options. As of the date hereof, Alta Fox SPV 3 directly beneficially owned 2,250,638 shares of Common Stock. As of the date hereof, Alta Fox SPV 3.1 directly beneficially owned 748,881 shares of Common Stock. Alta Fox Capital, as the investment manager of each of Alta Fox, Alta Fox SPV 3 and Alta Fox SPV 3.1, may be deemed to beneficially own the 3,712,133 shares of Common Stock beneficially owned in the aggregate by Alta Fox, Alta Fox SPV 3 and Alta Fox SPV 3.1. Alta Fox GP, as the general partner of each of Alta Fox, Alta Fox SPV 3 and Alta Fox SPV 3.1, may be deemed to beneficially own the 3,712,133 shares of Common Stock beneficially owned in the aggregate by Alta Fox, Alta Fox SPV 3 and Alta Fox SPV 3.1. Alta Fox Equity, as the general partner of Alta Fox GP, may be deemed to beneficially own the 3,712,133 shares of Common Stock beneficially owned in the aggregate by Alta Fox, Alta Fox SPV 3 and Alta Fox SPV 3.1. Mr. Haley, as the sole owner, member and manager of each of Alta Fox Capital and Alta Fox Equity, may be deemed to beneficially own the 3,712,133 shares of Common Stock beneficially owned in the aggregate by Alta Fox, Alta Fox SPV 3 and Alta Fox SPV 3.1. As of the date hereof, Mr. Calkins directly beneficially owned 51,495 shares of Common Stock. As of the date hereof, Mr. Fischer directly beneficially owned 5,327 shares of Common Stock. As of the date hereof, Ms. Johnson directly beneficially owned 500 shares of Common Stock. As of the date hereof, Ms. Hublou directly beneficially owned 100 shares of Common Stock. As of the date hereof, Mr. Finkel does not beneficially own any shares of Common Stock.

## **Contacts**

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Item 2: Also on April 4, 2022, Alta Fox uploaded the following materials to www.FreeTheWizards.com:

**FREE THE WIZARDS**

HOME ABOUT ALTA FOX THE CASE TO REPAIR HASBRO OUR IDEAS NOMINEES PLAYERS RESOURCES

# RESOURCES

## KEY MATERIALS

- [Alta Fox Comments on Hasbro's Decision to Initiate a Defensive and Reactionary Board Expansion as Shares Trade Near 52-Week Low | April 4, 2022](#)
- [Alta Fox Director Candidates Q&A | March 7, 2022](#)
- [Alta Fox Capital Management Releases Q&As with its Five Director Candidates Standing for Election at Hasbro's 2022 Annual Meeting | March 7, 2022](#)
- [Alta Fox Capital Management Nominates Five Highly Qualified and Independent Candidates for Election to Hasbro's Board of Directors | February 17, 2022](#)
- [The Alta Fox Path to 100%+ Upside | February 17, 2022](#)

## RELEVANT MEDIA COVERAGE

- [The Wall Street Journal | Hasbro Activist Begins Proxy Fight, Urges Wizards Unit Spinoff](#)
- [Bloomberg | Activist Behind Hasbro Spinoff Push Is a Gamer With Grips](#)
- [CNBC | Hasbro activist wants toy company to spin off Wizards of the Coast, add new board members](#)
- [Yahoo! Finance | Hasbro's board 'needs to face the reality of the underperformance,' Alta Fox executive says](#)
- [Providence Business First | Activist investor pressures Hasbro to split into two, slash executive pay](#)

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**Reach out with any questions, concerns or feedback.**

Name (required)  Email (required)

Message

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