

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* <u>WILSON E DAVID</u> (Last) (First) (Middle) <u>C/O HASBRO INC</u> <u>443 SHAKER ROAD</u> (Street) <u>EAST LONGMEADOW MA 010283149</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>HASBRO INC [HAS]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President, Games</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>11/03/2003</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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/share) | 11/03/2003 | | M | | 30,000 | A | \$15.2188 | 63,348 | D | |
| Common Stock (Par Value \$.50/share) | 11/03/2003 | | S | | 30,000 | D | \$22.1372 | 33,348 | D | |
| Common Stock (Par Value \$.50/share) | 11/03/2003 | | M | | 67,500 | A | \$15.6945 | 100,848 | D | |
| Common Stock (Par Value \$.50/share) | 11/03/2003 | | S | | 67,500 | D | \$22.1372 | 33,348 | D | |

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 Ownership (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|---|-------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title |
| Options (Right to Buy) ⁽¹⁾ | \$15.2188 | 11/03/2003 | | M | | 30,000 | | 02/10/2003 ⁽²⁾ | 02/09/2010 | Common Stock | 30,000 | \$0 | 0 | D | |
| Options (Right to Buy) ⁽¹⁾ | \$15.6945 | 11/03/2003 | | M | | 67,500 | | 02/16/1999 ⁽³⁾ | 02/15/2006 | Common Stock | 67,500 | \$0 | 0 | D | |

Explanation of Responses:

- These options were granted pursuant to an employee stock option plan in compliance with Rule 16b-3 and had tandem tax withholding rights.
- These options vested in cumulative installments of 33 1/3% on each of the first three anniversaries of the date of grant, which grant date was February 10, 2000.
- These options vested in cumulative installments of 33 1/3% on each of the first three anniversaries of the date of grant, which grant date was February 16, 1996.

Tarrant Sibley, p/o/a for E. David Wilson 11/04/2003

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.