

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	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* BIONDI FRANK (Last) (First) (Middle) C/O WATERVIEW ADVISORS LLC 110 N. ROCKINGHAM AVE (Street) LOS ANGELES CA 90049 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol HASBRO INC [HAS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2010	
	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 per share)	04/19/2010		J ⁽¹⁾	V	3,784	A	\$0	14,430	D	
Common Stock (Par Value \$.50 per share)								3,760	I	By 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
Phantom Stock Units ⁽²⁾	\$0 ⁽³⁾	12/31/2010		A		32		(4)	(4)	Common Stock	32	\$47.18	6,135	D	
Options (Right to Buy) ⁽⁵⁾	\$18.765	04/19/2010		J ⁽⁶⁾	V	1,496		(7)	04/30/2015	Common Stock	1,496	\$0	1,496	D	
Options (Right to Buy) ⁽⁵⁾	\$17.0005	04/19/2010		J ⁽⁶⁾	V	3,077		(8)	02/05/2012	Common Stock	3,077	\$0	3,077	D	
Options (Right to Buy) ⁽⁵⁾	\$19.14	04/19/2010		J ⁽⁶⁾	V	1,503		(9)	04/30/2014	Common Stock	1,503	\$0	1,503	D	
Options (Right to Buy) ⁽⁵⁾	\$15.875	04/19/2010		J ⁽⁶⁾	V	1,708		(10)	05/13/2013	Common Stock	1,708	\$0	1,708	D	

Explanation of Responses:

- On October 9, 2008, Mr. Biondi contributed 7,544 shares of common stock to grantor retained annuity trusts and voluntarily reported the transaction as a transfer of direct to indirect ownership. On April 19, 2010, annuity payments were made to Mr. Biondi from the grantor retained annuity trusts resulting in the direct ownership of 3,784 of the shares previously reported as owned by the grantor retained annuity trusts.
- 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.
- Units correspond 1 for 1 with common stock.
- Units are settled only in cash and are payable after the reporting person ceases to be a director.
- The options were granted pursuant to the 2003 Stock Option Plan for Non-Employee Directors.
- On October 9, 2008, Mr. Biondi contributed options to purchase 29,250 shares of common stock to grantor retained annuity trusts and voluntarily reported the transaction as a transfer of direct to indirect ownership. On April 19, 2010, annuity payments were made to Mr. Biondi from the grantor retained annuity trusts resulting in the direct ownership of a portion of the options previously reported as owned by the grantor retained annuity trusts.
- 33 1/3% of the options became exercisable on each of May 1, 2006, May 1, 2007 and May 1, 2008.
- 20% of the options became exercisable on each of February 5, 2003, February 5, 2004, February 5, 2005, February 5, 2006 and February 5, 2007.
- 33 1/3% of the options became exercisable on each of May 1, 2005, May 1, 2006 and May 1, 2007.
- 33 1/3% of the options became exercisable on each of May 1, 2004, May 1, 2005 and May 1, 2006.

Tarrant Sibley, p/o/a for Frank Biondi, Jr. 01/04/2011

** 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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