

BIFULCO FRANK P JR
Form 3
February 22, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â BIFULCO FRANK P JR

(Last) (First) (Middle)

C/O HASBRO INC.,Â 1011
NEWPORT AVENUE

(Street)

PAWTUCKET,Â RIÂ 02862

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/16/2006

3. Issuer Name **and** Ticker or Trading Symbol
HASBRO INC [HAS]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

___ Director ___ 10% Owner

X Officer ___ Other

(give title below) (specify below)

President,North American Sales

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 Beneficially Owned

1.Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock (Par Value \$.50)

3,500

D Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Options (Right to Buy), granted 6/9/2003 ⁽¹⁾	Â ⁽³⁾	06/08/2013	Common Stock	50,000	\$ 16.485	D	Â
Options (Right to Buy), granted 5/20/2004 ⁽¹⁾	Â ⁽²⁾	05/19/2014	Common Stock	45,000	\$ 18.575	D	Â
Options (Right to Buy), granted 5/20/2004 ⁽¹⁾	Â ⁽²⁾	05/19/2011	Common Stock	125,000	\$ 20.4325	D	Â
Options (Right to Buy), granted 5/19/2005 ⁽¹⁾	Â ⁽²⁾	05/18/2012	Common Stock	60,000	\$ 20.57	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BIFULCO FRANK P JR C/O HASBRO INC. 1011 NEWPORT AVENUE PAWTUCKET, RI 02862	Â	Â	Â President, North American Sales	Â

Signatures

Tarrant Sibley, p/o/a for Frank P.
Bifulco, Jr. 02/21/2006

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- (1) The options were granted pursuant to employee stock option plans in accordance with Rule 16b-3 and have tandem tax withholding rights.
- (2) 33 1/3% of these options become exercisable on the first anniversary of the date of grant and an additional 33 1/3% become exercisable on each anniversary of the date of grant thereafter until fully exercisable.
- (3) 25,000 shares of this option became exercisable on June 9, 2005 and an additional 25,000 shares become exercisable on June 9, 2006.

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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