

Gardner Simon  
 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Gardner Simon		(Month/Day/Year)	HASBRO INC [HAS]	
(Last)	(First)	(Middle)	02/16/2006	
C/O HASBRO, INC., 1011 NEWPORT AVENUE		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)				
PAWTUCKET, RI 02862				
(City)	(State)	(Zip)		
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)		10,950	D	

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 \_\_\_X\_\_\_ Officer \_\_\_ Other  
 (give title below) (specify below)  
 President, Hasbro Europe

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)	10,950	D	

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)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

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	Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
Options (Right to Buy), granted 2/19/1997 <sup>(1)</sup>	Â <sup>(2)</sup>	02/18/2007	Common Stock 33,750 \$ 18.7222	D Â
Options (Right to Buy), granted 4/23/1998 <sup>(1)</sup>	Â <sup>(2)</sup>	04/22/2008	Common Stock 22,500 \$ 24.875	D Â
Options (Right to Buy), granted 5/11/1999 <sup>(1)</sup>	Â <sup>(2)</sup>	05/10/2009	Common Stock 33,750 \$ 32.1875	D Â
Options (Right to Buy), granted 2/10/2000 <sup>(1)</sup>	Â <sup>(2)</sup>	02/09/2010	Common Stock 65,000 \$ 15.2188	D Â
Options (Right to Buy), granted 4/25/2001 <sup>(1)</sup>	Â <sup>(2)</sup>	04/24/2011	Common Stock 100,000 \$ 11.59	D Â
Options (Right to Buy), granted 4/25/2002 <sup>(1)</sup>	Â <sup>(2)</sup>	04/24/2012	Common Stock 42,500 \$ 16.335	D Â
Options (Right to Buy), granted 4/25/2002 <sup>(1)</sup>	Â <sup>(3)</sup>	04/24/2012	Common Stock 125,000 \$ 17.9685	D Â
Options (Right to Buy), granted 12/30/2002 <sup>(1)</sup>	Â <sup>(4)</sup>	12/29/2012	Common Stock 40,000 \$ 11.16	D Â
Options (Right to Buy), granted 5/20/2004 <sup>(1)</sup>	Â <sup>(2)</sup>	05/19/2014	Common Stock 40,000 \$ 18.575	D Â
Options (Right to Buy), granted 5/20/2004 <sup>(1)</sup>	Â <sup>(2)</sup>	05/19/2011	Common Stock 125,000 \$ 20.4325	D Â
Options (Right to Buy), granted 5/19/2005 <sup>(1)</sup>	Â <sup>(2)</sup>	05/18/2012	Common Stock 45,000 \$ 20.57	D Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gardner Simon C/O HASBRO, INC. 1011 NEWPORT AVENUE PAWTUCKET, RI 02862	Â	Â	Â President, Hasbro Europe	Â

## Signatures

Tarrant Sibley, p/o/a for Simon Gardner 02/21/2006

<sup>(1)</sup>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).

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- (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) 20% of these options become exercisable on the first anniversary of the date of grant and an additional 20% become exercisable on each anniversary of the date of grant thereafter until fully exercisable.
- (4) 33 1/3% of these options become exercisable on April 25, 2004 and an additional 33 1/3% become exercisable on April 25, 2005 and April 25, 2006, respectively.

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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