



Hasbro, Inc.




HAS NYSE

Leisure Products

Market Capitalization USD:

\$4,381.74 mm

CONCERN LEVEL: AVERAGE

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group. 
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration. 
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Brian D. Goldner

Age: 48

CEO Since: 2008

	2009	2010	2011
Base Salary	\$1,000,000	\$1,180,769	\$1,200,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$2,700,000	\$2,600,000	\$1,500,000
Benefits and Perquisites	\$352,320	\$420,662	\$389,270
TOTAL ANNUAL COMPENSATION	\$4,052,320	\$4,201,431	\$3,089,270
Increase in Post-Retirement Benefits	\$132,074	\$131,168	\$95,144
Stock Option Awards	\$2,166,996	\$9,132,035	\$2,134,709
Stock Awards	\$1,536,512	\$9,688,837	\$2,233,459
TOTAL COMPENSATION	\$7,887,902	\$23,153,471	\$7,552,582
Median of Other Named Executive Officers Total Compensation	\$2,470,178	\$2,907,547	\$2,527,425
Value Realized on Exercise of Stock Option	\$0	\$3,520,208	\$0
Value Realized on Vesting of Stock	\$1,686,271	\$1,295,256	\$1,604,962
TOTAL REALIZED EQUITY COMPENSATION	\$1,686,271	\$4,815,464	\$1,604,962

Proxy Date: 4 Apr 2012

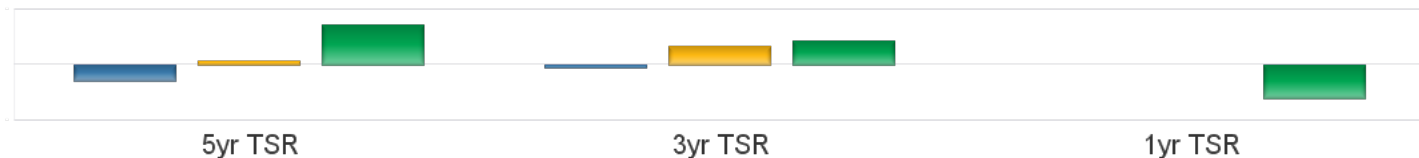
Annual Meeting Date: 17 May 2012

Equity Reserves: 14.24%

Stock Option Run Rate: 1.66%

Performance Comparison

■ S&P500 ■ Industry ■ HAS



Peer Comparisons (TRBC) = Cyclical Consumer Goods / Services

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
HAS	Hasbro, Inc.	\$7,887,902	\$23,153,471	\$7,552,582	\$4,381,739,403
JWN	Nordstrom, Inc.	\$4,340,209	\$5,951,085	\$5,995,829	\$9,712,040,605
OMC	Omnicom Group Inc.	\$7,884,598	\$10,768,846		\$10,295,785,320
ORLY	O'Reilly Automotive, Inc.	\$3,541,095	\$4,896,696	\$3,696,252	\$9,057,934,394
LHO	LaSalle Hotel Properties	\$459,223	\$2,784,937	\$2,728,465	\$1,633,620,825
GME	GameStop Corp.	\$4,313,153	\$5,271,951		\$3,212,719,540
HPT	Hospitality Properties Trust	\$98,340	\$145,965	\$184,990	\$2,620,933,409

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Primary Peer Group: Activision Blizzard, Inc., Campbell Soup Co., Coach Inc., Clorox Co., Discovery Communications, Inc., Electronic Arts Inc., Energizer Holdings Inc., Fortune Brands Inc., Harley Davidson Inc., Hershey Co., Lions Gate Entertainment Corp., Mattel Inc., Newell Rubbermaid Inc., Polo Ralph Lauren Corp., Sirius XM Radio Inc., Tiffany & Co., VF Corp. and Warner Music Group Corp.

Secondary Peer Group: CBS Corp., Cablevision Systems Corp., Comcast Corp., Direct TV, Dish Network, News Corp., Time Warner, Inc., Time Warner Cable Inc., Viacom and Walt Disney

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
John M. Connors	Chairman	69	Male	8	Outside
Edward M. Philip	Member	46	Male	10	Outside Related
Frank J. Biondi	Member	67	Male	10	Outside Related
Kenneth A. Bronfin	Member	52	Male	4	Outside