

Bennett Jonathan R
 Form 3
 October 29, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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)

| | | | |
|---|---|--|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Bennett Jonathan R</p> <p>(Last) (First) (Middle)</p> <p>THE HARTFORD,Â ONE HARTFORD PLAZA</p> <p>(Street)</p> <p>HARTFORD,Â CTÂ 06155</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>10/21/2010</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>HARTFORD FINANCIAL SERVICES GROUP INC/DE [HIG]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Executive Vice President</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|--|

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 | 12,063.307 | D | Â |
| Restricted Stock Units | 2,311.287 | D | Â |

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

SEC 1473 (7-02)

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 control number.

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 | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|------------------------------------|---------------------------------|--|
|---|---|--|------------------------------------|---------------------------------|--|

Edgar Filing: Bennett Jonathan R - Form 3

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|------------------|------------------|----------------------------|------------------------------|----------------------------|---------------------|---|---|
| Stock Option | Â <u>(1)</u> | 02/23/2012 | Common Stock | 4,080 | \$ 65.85 | D | Â |
| Stock Option | Â <u>(2)</u> | 02/20/2014 | Common Stock | 3,983 | \$ 65.99 | D | Â |
| Stock Option | Â <u>(3)</u> | 02/15/2016 | Common Stock | 3,440 | \$ 83 | D | Â |
| Stock Option | Â <u>(4)</u> | 02/27/2017 | Common Stock | 3,662 | \$ 93.69 | D | Â |
| Stock Option | Â <u>(5)</u> | 07/30/2017 | Common Stock | 1,590 | \$ 92.69 | D | Â |
| Stock Option | Â <u>(6)</u> | 02/26/2018 | Common Stock | 6,975 | \$ 74.88 | D | Â |
| Stock Option | Â <u>(7)</u> | 02/25/2019 | Common Stock | 18,301 | \$ 7.04 | D | Â |
| Restricted Units | Â <u>(8)</u> | 02/25/2012 ⁽⁸⁾ | Common Stock ⁽⁸⁾ | 11,727.809 ⁽⁸⁾ | \$ ⁽⁸⁾ | D | Â |
| Restricted Units | Â <u>(9)</u> | 11/05/2012 ⁽⁹⁾ | Common Stock ⁽⁹⁾ | 7,900.667 ⁽⁹⁾ | \$ ⁽⁹⁾ | D | Â |
| Restricted Units | Â <u>(10)</u> | 02/25/2013 ⁽¹⁰⁾ | Common Stock ⁽¹⁰⁾ | 23,355.974 ⁽¹⁰⁾ | \$ ⁽¹⁰⁾ | D | Â |
| Deferred Units | Â <u>(11)</u> | 11/05/2011 ⁽¹¹⁾ | Common Stock ⁽¹¹⁾ | 2,309.472 ⁽¹¹⁾ | \$ ⁽¹¹⁾ | D | Â |
| Deferred Units | Â <u>(12)</u> | 02/25/2012 ⁽¹²⁾ | Common Stock ⁽¹²⁾ | 3,441.55 ⁽¹²⁾ | \$ ⁽¹²⁾ | D | Â |
| Deferred Units | Â <u>(13)</u> | 05/03/2013 ⁽¹³⁾ | Common Stock ⁽¹³⁾ | 2,882.688 ⁽¹³⁾ | \$ ⁽¹³⁾ | D | Â |
| Deferred Units | Â <u>(14)</u> | 08/06/2013 ⁽¹⁴⁾ | Common Stock ⁽¹⁴⁾ | 1,230.581 ⁽¹⁴⁾ | \$ ⁽¹⁴⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bennett Jonathan R THE HARTFORD ONE HARTFORD PLAZA HARTFORD, CT 06155 | Â | Â | Â Executive Vice President | Â |

Signatures

/s/ Donald C. Hunt, by Power of Attorney for Jonathan R. Bennett dated February 24, 2009.

10/29/2010

__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 option became fully exercisable as of February 21, 2005, the third anniversary of the grant date.
- (2) The option became fully exercisable as of February 18, 2007, the third anniversary of the grant date.
- (3) The option became fully exercisable as of February 15, 2009, the third anniversary of the grant date.
- (4) The option became fully exercisable on February 27, 2010, the third anniversary of the grant date.
- (5) The option became fully exercisable on July 30, 2010, the third anniversary of the grant date.
- (6) One third of the option became exercisable on February 26, 2009, an additional one third of the option became exercisable on February 26, 2010 and the remaining one-third of the option will become exercisable on February 26, 2011, the third anniversary of the grant date.
One third of the option became exercisable on February 25, 2010, an additional one third of the option will become exercisable on February 25, 2011 and the remaining one-third of the option will become exercisable on February 25, 2012, the third anniversary of the grant date.
- (8) Each restricted unit will vest on the expiration date and be settled in cash immediately following the expiration date for an amount equal to the closing price per share of the company's common stock on the expiration date as reported on the New York Stock Exchange.
Each restricted unit will be settled in cash as soon as practicable, and in any event within 90 days, after November 5, 2012 (the "Valuation Date"). The cash settlement payable per unit shall be equal to the closing stock price per share of the company's common stock on the Valuation Date as reported on the New York Stock Exchange.
- (10) Each restricted unit will be settled in cash as soon as practicable, and in any event within 90 days, after February 25, 2013 (the "Valuation Date"). The cash settlement payable per unit shall be equal to the closing stock price per share of the company's common stock on the Valuation Date as reported on the New York Stock Exchange.
- (11) Each deferred unit will be settled in cash as soon as practicable, and in any event within 90 days after, the second anniversary of the grant date (November 5, 2009) for an amount equal to the company's closing stock price on the New York Stock Exchange on the settlement date. Deferred units are fully vested when credited.
- (12) Each deferred unit will be settled in cash as soon as practicable, and in any event within 90 days after, the second anniversary of the grant date (February 25, 2010) for an amount equal to the company's closing stock price on the New York Stock Exchange on the settlement date. Deferred units are fully vested when credited.
- (13) One-third of the deferred unit award will be settled in cash as soon as practicable after, and in any event within 90 days after, the first, second and third anniversaries of the grant date (May 3, 2010) based on the company's closing stock price on the New York Stock Exchange on the applicable anniversary date. Deferred units are fully vested when credited.
- (14) One-third of the deferred unit award will be settled in cash as soon as practicable after, and in any event within 90 days after, the first, second and third anniversaries of the grant date (August 6, 2010) based on the company's closing stock price on the New York Stock Exchange on the applicable anniversary date. Deferred units are fully vested when credited.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.