

HARTFORD FINANCIAL SERVICES GROUP INC/DE  
 Form 4  
 May 12, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
**KIRK PAUL G JR**

2. Issuer Name and Ticker or Trading Symbol  
**HARTFORD FINANCIAL SERVICES GROUP INC/DE [HIG]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

**THE HARTFORD FINANCIAL SERVICES GROUP, ONE HARTFORD PLAZA**

(Street)

**HARTFORD, CT 06155**

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)  
**05/08/2008**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4)
				(A) or (D)	Price		
Restricted Stock					3,539	D	
Common Stock	05/08/2008		M	2,000	A \$ 55.91	8,884	D
Common Stock	05/08/2008		F	1,598	D \$ 69.94	7,286	D
Common Stock	05/08/2008		D	402	D \$ 69.94	6,884	D
					1,100	I	By spouse

Common  
Stock

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

**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.**

SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option	\$ 55.91	05/08/2008		M	2,000	(1) 05/23/2008	Common Stock	2,000
Stock Option	\$ 64.1875					(2) 05/22/2009	Common Stock	2,000
Stock Option	\$ 56.4375					(3) 05/20/2010	Common Stock	2,000
Stock Option	\$ 55.7034					(4) 05/22/2009	Common Stock	922
Stock Option	\$ 62.07					(5) 02/23/2011	Common Stock	2,884
Stock Option	\$ 65.85					(6) 02/23/2012	Common Stock	2,448
Stock Option	\$ 37.37					(7) 02/22/2013	Common Stock	5,080
Stock Option	\$ 65.99					(8) 02/20/2014	Common Stock	2,731

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director                      Officer      Other

10%  
Owner

KIRK PAUL G JR  
THE HARTFORD FINANCIAL SERVICES GROUP  
ONE HARTFORD PLAZA  
HARTFORD, CT 06155

X

## Signatures

/s/ Donald C. Hunt, POA for Paul G. Kirk, Jr. by Power of Attorney of Paul G. Kirk, Jr. dated July 19, 2007.

05/12/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) The option became fully exercisable as of May 21, 2001, the third anniversary of the grant date.
- (2) The option became fully exercisable as of May 20, 2002, the third anniversary of the grant date.
- (3) The option became fully exercisable on May 20, 2003, the third anniversary of the grant date.
- (4) The option became fully exercisable as of May 20, 2002, the third anniversary of the grant date.
- (5) The option became fully exercisable on February 21, 2004, the third anniversary of the grant date.
- (6) The option became fully exercisable on February 21, 2005, the third anniversary of the grant date.
- (7) The option became fully exercisable as of February 20, 2006, the third anniversary of the grant date.
- (8) The option became fully exercisable as of February 18, 2007, the third anniversary of the grant date.

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.