

Davey James E
Form 3
August 30, 2012

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)

| | | | | | |
|--|---|--|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Davey James E</p> <p>(Last) (First) (Middle)</p> <p>100 MATSONFORD ROAD</p> <p>(Street)</p> <p>RADNOR, Â PAÂ 19087</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/22/2012</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 | 5,327.918 | D | Â |
| Restricted Stock Units | 23,930.65 | 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 Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|------------------|------------------|-----------------|--------------|----------------------------|---------------|---------------------------------------|---|
| Stock Option | Â <u>(1)</u> | 03/01/2021 | Common Stock | 20,446 | \$ 28.91 | D | Â |
| Stock Option | Â <u>(2)</u> | 02/28/2022 | Common Stock | 30,364 | \$ 20.63 | D | Â |
| Restricted Units | Â <u>(3)</u> | 11/05/2012 | Common Stock | 7,768.786 | \$ <u>(3)</u> | D | Â |
| Restricted Units | Â <u>(4)</u> | 02/25/2013 | Common Stock | 16,730.711 | \$ <u>(4)</u> | D | Â |
| Deferred Units | Â <u>(5)</u> | 05/03/2013 | Common Stock | 613.067 | \$ <u>(5)</u> | D | Â |
| Deferred Units | Â <u>(6)</u> | 08/06/2013 | Common Stock | 262.576 | \$ <u>(6)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Davey James E 100 MATSONFORD ROAD RADNOR, PA 19087 | Â | Â | Â Executive Vice President | Â |

Signatures

/s/ Terence Shields, by Power of Attorney for James D. Davey dated August 23, 2012.

08/30/2012

__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) One-third of the option became exercisable on March 1, 2012, an additional one-third will become exercisable on March 1, 2013, and the remaining one-third will become exercisable on March 1, 2014, the third anniversary of the grant date.
 - (2) One-third of the option will become exercisable on February 28, 2013, an additional one-third will become exercisable on February 28, 2014, and the remaining one-third will become exercisable on February 28, 2015, the third anniversary of the grant date.
 - (3) One-third of the restricted 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 (November 5, 2009) based on the company's closing stock price on the New York Stock Exchange on the applicable anniversary date.
 - (4) One-third of the restricted 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 (February 25, 2010) based on the company's closing stock price on the New York Stock Exchange on the applicable anniversary date.
 - (5) One-third of the deferred unit award will be settled in cash as soon as practicable, 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.

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One-third of the deferred unit award will be settled in cash as soon as practicable, and in any event within 90 days, after the first, second (6) 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.