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HARTFORD FINANCIAL SERVICES GROUP INC/DE

Form 4 May 18, 2007

FORM 4

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

OMB Number:

Estimated average

Expires:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

January 31, 2005

3235-0287

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

OMB APPROVAL

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MCGOVERN GAIL J Issuer Symbol HARTFORD FINANCIAL (Check all applicable) SERVICES GROUP INC/DE [HIG] (Last) (First) (Middle) 3. Date of Earliest Transaction _X__ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) THE HARTFORD FINANCIAL 05/16/2007 SERVICES GROUP, ONE HARTFORD PLAZA (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

HARTFORD, CT 06155

Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person

_ Form filed by More than One Reporting Person

Person

(City)	(State)	(Zip)	Table I. Non Desirative Securities Assured Disposed of an Deneficially Owned

		Table	e I - Moll-D	berryative Securities Acqui	reu, Disposeu oi,	or belieficial	ly Owned
1.Title of	2. Transaction Date		3. T	4. Securities Acquired	5. Amount of	6.	7. Nature of
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if any	Code	or(A) or Disposed of (D) (Instr. 3, 4 and 5)	Securities Beneficially	Ownership Form:	Indirect Beneficial
		(Month/Day/Year)	(Instr. 8)		Owned	Direct (D)	Ownership
					Following	or Indirect	(Instr. 4)
				(A)	Reported Transaction(s)	(I) (Instr 4)	
			C 1 W	or	(Instr. 3 and 4)	(Histi: 1)	
Dastriated			Code V	Amount (D) Price			
Stock	05/16/2007		A	1,427 A 105.13	5,600	D	
Common Stock					202	D	
Common	05/16/2007		Code V A	Or Amount (D) Price	5,600		

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)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Der Sec	Title of ivative urity ttr. 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. Transactic Code (Instr. 8)	5. 6. Date Exercisable and ionNumber of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derivat Security (Instr. 5
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Sto	ock tion	\$ 50.62					<u>(1)</u>	06/21/2013	Common Stock	3,267	
Sto	ck tion	\$ 65.99					<u>(2)</u>	02/20/2014	Common Stock	2,731	

Reporting Owners

	Relationships				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other	

MCGOVERN GAIL J THE HARTFORD FINANCIAL SERVICES GROUP ONE HARTFORD PLAZA HARTFORD, CT 06155



Signatures

/s/ Amanda Grabowski Aquino, POA for Gail J. McGovern by Power of Attorney of Gail J. McGovern dated June 19, 2003.

05/18/2007

**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 on June 19, 2006, the third anniversary of the grant date.
- (2) The option became fully exercisable on 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.

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