

Kreczko Alan J  
Form 4  
February 22, 2010

**FORM 4**

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

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

OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Kreczko Alan J

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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/18/2010

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
E.V.P. and General Counsel

HARTFORD, CT 06155

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

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

(City) (State) (Zip)

**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 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Restricted Stock Units					4,776.552	D	
Common Stock	02/18/2010		M <sup>(1)</sup>		322.32	A	\$ 24.14
Common Stock	02/18/2010		F <sup>(2)</sup>		107	D	\$ 24.14

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**

SEC 1474  
(9-02)

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displays a currently valid OMB control  
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**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 Underlying (Instr. 3)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Options	\$ 65.99							<u>(3)</u>	02/20/2014	Com Sto
Stock Options	\$ 83							<u>(4)</u>	02/15/2016	Com Sto
Stock Options	\$ 93.69							<u>(5)</u>	02/27/2017	Com Sto
Stock Options	\$ 92.69							<u>(6)</u>	07/30/2017	Com Sto
Stock Options	\$ 74.88							<u>(7)</u>	02/26/2018	Com Sto
Stock Options	\$ 7.04							<u>(8)</u>	02/25/2019	Com Sto
Restricted Units	<u>(9)</u>							02/25/2012 <sup>(9)</sup>	02/25/2012 <sup>(9)</sup>	Com Sto
Restricted Units	<u>(10)</u>							07/31/2011 <sup>(10)</sup>	07/31/2011 <sup>(10)</sup>	Com Sto
Performance Shares	\$ 24.14	02/18/2010		<u>A</u> <sup>(1)</sup>		322.32		<u>(1)</u>	<u>(1)</u>	Com Sto
Performance Shares	\$ 24.14	02/18/2010		<u>M</u> <sup>(1)</sup>		322.32		<u>(1)</u>	<u>(1)</u>	Com Sto

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Kreczko Alan J THE HARTFORD FINANCIAL SERVICES GROUP - ONE HARTFORD PLAZA HARTFORD, CT 06155	E.V.P. and General Counsel

## Signatures

/s/ Terence D. Shields, POA for Alan J. Kreczko by Power of Attorney of Alan J. Kreczko  
dated July 26, 2007.

02/22/2010

\_\_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).
- On February 18, 2010, the Company's Compensation and Personnel Committee awarded a performance share payout, based on the level
- (1) of the Company's performance relative to pre-established objectives for the January 1, 2007 through December 31, 2009 performance period. The performance shares were paid in shares of the Company's common stock.
  - (2) Transaction involving the disposition to the Company of equity securities to cover tax withholding obligations in accordance with the Company's administrative rules.
  - (3) The option became fully exercisable as of February 18, 2007, the third anniversary of the grant date.
  - (4) The option became fully exercisable on February 15, 2009, the third anniversary of the grant date.
- One-third of the option became exercisable on February 27, 2008, an additional one-third of the option became exercisable on February
- (5) 27, 2009, and the remaining one-third of the option will become exercisable on February 27, 2010, the third anniversary of the grant date.
  - (6) The option becomes fully exercisable upon the later of: (i) the date on which the closing stock price on the New York Stock Exchange equals or exceeds 125% of the exercise price for 10 consecutive trading days or (ii) July 30, 2010, three years from the date of the grant.
- The option becomes fully exercisable upon the later of: (i) the date on which the closing stock price on the New York Stock Exchange
- (7) equals or exceeds 125% of the exercise price for 10 consecutive trading days or (ii) February 26, 2011, three years from the date of the grant.
- The option becomes fully exercisable upon the later of: (i) the date on which the closing stock price on the New York Stock Exchange
- (8) equals or exceeds 125% of the exercise price for 10 consecutive trading days or (ii) February 25, 2012, three years from the date of the grant. The pricing condition was met on April 22, 2009.
  - (9) Each restricted unit will be settled in cash on the expiration date for an amount equal to the company's closing stock price on the New York Stock Exchange on the expiration date.
- Each restricted unit will be settled in cash as soon as practicable after, and in any event within 90 days after, the later to occur of (i) July
- (10) 31, 2011 or (ii) the date the value of such restricted units can be paid in accordance with applicable law (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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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