

HARTFORD FINANCIAL SERVICES GROUP INC/DE

Form 8-K

September 17, 2002

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

FORM 8-K

CURRENT REPORT

Pursuant to Sections 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event
reported): September 9, 2002

The Hartford Financial Services Group, Inc.
(Exact name of registrant as specified in its charter)

Delaware	0-19277	13-3317783
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(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

The Hartford Financial Services Group, Inc.
Hartford Plaza
Hartford, Connecticut 06115-1900
(Address of principal executive offices)
(Zip Code)

(860) 547-5000
(Registrant's telephone number, including area code)

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

The following documents are filed with reference to and hereby incorporated by reference into the Registration Statement on Form S-3 (File No. 333-88762), of The Hartford Financial Services Group, Inc. (the "Company") filed with the Securities and Exchange Commission on May 21, 2001:

(c) Exhibits

- | | |
|-------------|---|
| Exhibit 1.1 | Underwriting Agreement General Terms and Conditions, dated September 9, 2002, including the Pricing Agreement, dated September 9, 2002 (Common Stock of the Company). |
| Exhibit 1.2 | Underwriting Agreement General Terms and Conditions, dated September 9, 2002, including the Pricing Agreement, dated |

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September 9, 2002 (Equity Units of the Company).

- Exhibit 4.1 Supplemental Indenture No. 2, dated as of September 13, 2002, to the Senior Indenture, dated as of October 20, 1995, between ITT Hartford Group, Inc. ("ITT Hartford") and The Chase Manhattan Bank (National Association) as Trustee, between the Company and JPMorgan Chase Bank, as Trustee.
- Exhibit 4.2 Purchase Contract Agreement, dated as of September 13, 2002, between the Company and JPMorgan Chase Bank, as Purchase Contract Agent.
- Exhibit 4.3 Pledge Agreement, dated as of September 13, 2002, between the Company and JPMorgan Chase Bank, as Purchase Contract Agent.
- Exhibit 4.4 Remarketing Agreement, dated as of September 13, 2002, between the Company and Morgan Stanley & Co. Incorporated, as the Remarketing Agent, and JPMorgan Chase Bank, as Purchase Contract Agent.
- Exhibit 5.1 Opinion of Debevoise & Plimpton (Common Stock of the Company).
- Exhibit 5.2 Opinion of Debevoise & Plimpton (Equity Units of the Company).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

The Hartford Financial Services Group, Inc.

(Registrant)

Date: September 17, 2002

By: /s/ Neal S. Wolin

Name: Neal S. Wolin
Title: Executive Vice President
and General Counsel

EXHIBIT INDEX

EXHIBIT NUMBER	DESCRIPTION
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