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HARTFORD FINANCIAL SERVICES GROUP INC/DE

Form 4 May 18, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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 may continue.

See Instruction 1(b).

obligations

(Print or Type Responses)

1. Name and Address of Reporting Person * **SWYGERT H PATRICK**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

below)

Symbol

05/17/2006

HARTFORD FINANCIAL SERVICES GROUP INC/DE [HIG]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

X_ Director Officer (give title

10% Owner Other (specify

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

(Street)

4. If Amendment, Date Original

Α

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

HARTFORD, CT 06115

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

05/17/2006

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4)

7. Nature of Indirect Beneficial Ownership (Instr. 4)

SEC 1474

(9-02)

(A)

1,708

Transaction(s)

Code V Amount (D) Price (Instr. 3 and 4)

5,305

D

Stock Common

Stock

Restricted

87 87

1.752

D

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

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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. Transactic Code (Instr. 8)	5. conNumber 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. Price Derivat Securit (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 55.91					<u>(1)</u>	05/23/2008	Common Stock	1,000	
Stock Option	\$ 55.7034					(2)	05/22/2009	Common Stock	461	
Stock Option	\$ 64.1875					<u>(3)</u>	05/22/2009	Common Stock	1,000	
Stock Option	\$ 56.4375					<u>(4)</u>	05/20/2010	Common Stock	1,000	
Stock Option	\$ 62.07					(5)	02/23/2011	Common Stock	1,442	
Stock Option	\$ 65.85					<u>(6)</u>	02/23/2012	Common Stock	1,224	
Stock Option	\$ 37.37					<u>(7)</u>	02/22/2013	Common Stock	2,540	
Stock Option	\$ 65.99					(8)	02/20/2014	Common Stock	1,820	

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
SWYGERT H PATRICK						
THE HARTFORD FINANCIAL SERVICES GROUP	X					
HARTFORD PLAZA	Λ					
HARTFORD, CT 06115						

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Signatures

/s/ Richard G. Costello, POA for H. Patrick Swygert by Power of Attorney of H. Patrick Swygert dated February 19, 2004.

05/18/2006

**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 as of May 20, 2002, the third anniversary of the grant date.
- (4) The option became fully exercisable as of May 18, 2003, 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 on February 20, 2006, the third anniversary of the grant date.
- (8) One-third of the option became exercisable on February 18, 2005, an additional one-third of the option became exercisable on February 18, 2006 and the remaining one-third of the option becomes 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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