

AYER RAMANI
Form 5
February 13, 2006

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
AYER RAMANI

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President and CEO

THE HARTFORD FINANCIAL SERVICES GROUP, HARTFORD PLAZA

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

HARTFORD, CT 06115

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 (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-------|--------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
| | | | | Amount | Price | | | |
| Restricted Stock Units | Â | Â | Â | Â | Â | 26,031.4504 | D | Â |
| Restricted Stock | Â | Â | Â | Â | Â | 35,300 | D | Â |
| Common Stock | Â | Â | Â | Â | Â | 16,900 | I (1) | By Limited Liability |

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| | | | | | | | | | | |
|--------------|------------|---|---|--------|---|----------|---------|---|---|---------|
| Common Stock | 11/27/2005 | Â | G | 11,300 | D | \$ 87.95 | 184,493 | D | Â | Company |
|--------------|------------|---|---|--------|---|----------|---------|---|---|---------|

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

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(9-02)

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 and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|-----|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| | | | | | (A) | (D) | | | |
| Stock Option | \$ 44.47 | Â | Â | Â | Â | Â | Â <u>(2)</u> 12/17/2007 | Common Stock | 169,470 |
| Stock Option | \$ 46.315 | Â | Â | Â | Â | Â | Â <u>(3)</u> 02/21/2008 | Common Stock | 112,140 |
| Stock Option | \$ 45.5 | Â | Â | Â | Â | Â | Â <u>(5)</u> 10/14/2008 | Common Stock | 114,021 |
| Stock Option | \$ 51 | Â | Â | Â | Â | Â | Â <u>(6)</u> 02/18/2009 | Common Stock | 165,675 |
| Stock Option | \$ 34 | Â | Â | Â | Â | Â | Â <u>(7)</u> 02/18/2010 | Common Stock | 408,497 |
| Stock Option | \$ 62.07 | Â | Â | Â | Â | Â | Â <u>(8)</u> 02/23/2011 | Common Stock | 222,046 |
| Stock Option | \$ 65.85 | Â | Â | Â | Â | Â | Â <u>(9)</u> 02/23/2012 | Common Stock | 201,556 |
| Stock Option | \$ 37.37 | Â | Â | Â | Â | Â | Â <u>(10)</u> 02/22/2013 | Common Stock | 171,465 |
| Stock Option | \$ 65.99 | Â | Â | Â | Â | Â | Â <u>(11)</u> 02/20/2014 | Common Stock | 96,723 |
| Stock Option | \$ 71.27 | Â | Â | Â | Â | Â | Â <u>(12)</u> 02/19/2015 | Common Stock | 79,454 |
| Stock Option | \$ 36.125 | Â | Â | Â | Â | Â | Â <u>(13)</u> 01/24/2007 | Common Stock | 740 |

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(13) The option became fully exercisable on January 24, 2000, the third anniversary of the grant date.

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