

HARTFORD FINANCIAL SERVICES GROUP INC/DE  
Form SC 13G/A  
February 10, 2016

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No: 7)

HARTFORD FINANCIAL SERVICES GROUP

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

416515104

-----  
(CUSIP Number)

December 31, 2015

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 416515104

(1) Names of reporting persons. BlackRock, Inc.

(2) Check the appropriate box if a member of a group  
(a)

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(b) [X]

(3) SEC use only

(4) Citizenship or place of organization

Delaware

Number of shares beneficially owned by each reporting person with:

(5) Sole voting power

28681267

(6) Shared voting power

NONE

(7) Sole dispositive power

33430032

(8) Shared dispositive power

NONE

(9) Aggregate amount beneficially owned by each reporting person

33430032

(10) Check if the aggregate amount in Row (9) excludes certain shares

(11) Percent of class represented by amount in Row 9

8.2%

(12) Type of reporting person

HC

Item 1.

Item 1(a) Name of issuer:

-----  
HARTFORD FINANCIAL SERVICES GROUP

Item 1(b) Address of issuer's principal executive offices:

-----  
Hartford Plaza, 690 Asylum Drive  
Hartford CT 06115-1900

Item 2.

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2(a) Name of person filing:

-----  
BlackRock, Inc.

2(b) Address or principal business office or, if none, residence:

-----  
BlackRock Inc.  
55 East 52nd Street  
New York, NY 10055

2(c) Citizenship:

-----  
See Item 4 of Cover Page

2(d) Title of class of securities:

-----  
Common Stock

2(e) CUSIP No.:

See Cover Page

Item 3.

If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- Broker or dealer registered under Section 15 of the Act;
- Bank as defined in Section 3(a)(6) of the Act;
- Insurance company as defined in Section 3(a)(19) of the Act;
- Investment company registered under Section 8 of the Investment Company Act of 1940;
- An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940;
- A non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J);
- Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

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Amount beneficially owned:

33430032

Percent of class

8.2%

Number of shares as to which such person has:

Sole power to vote or to direct the vote

28681267

Shared power to vote or to direct the vote

NONE

Sole power to dispose or to direct the disposition of

33430032

Shared power to dispose or to direct the disposition of

NONE

Item 5.

Ownership of 5 Percent or Less of a Class. If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following [ ].

Item 6. Ownership of More than 5 Percent on Behalf of Another Person

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than 5 percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

Various persons have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of the common stock of

HARTFORD FINANCIAL SERVICES GROUP.

No one person's interest in the common stock of

HARTFORD FINANCIAL SERVICES GROUP

is more than five percent of the total outstanding common shares.

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Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

See Exhibit A

Item 8. Identification and Classification of Members of the Group

If a group has filed this schedule pursuant to Rule 13d-1(b) (ii) (J), so indicate under Item 3(j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identity of each member of the group.

Item 9. Notice of Dissolution of Group

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity.

See Item 5.

Item 10. Certifications

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 22, 2016  
BlackRock, Inc.

Signature: Spencer Fleming

-----  
Name/Title Attorney-In-Fact

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized

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representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

Exhibit A

### Subsidiary

BlackRock (Channel Islands) Ltd  
BlackRock (Luxembourg) S.A.  
BlackRock (Netherlands) B.V.  
BlackRock (Singapore) Limited  
BlackRock Advisors (UK) Limited  
BlackRock Advisors, LLC  
BlackRock Asset Management Canada Limited  
BlackRock Asset Management Ireland Limited  
BlackRock Asset Management North Asia Limited  
BlackRock Asset Management Schweiz AG  
BlackRock Capital Management  
BlackRock Financial Management, Inc.  
BlackRock Fund Advisors  
BlackRock Fund Managers Ltd  
BlackRock Institutional Trust Company, N.A.  
BlackRock International Limited  
BlackRock Investment Management (Australia) Limited  
BlackRock Investment Management (UK) Ltd  
BlackRock Investment Management, LLC  
BlackRock Japan Co Ltd  
BlackRock Life Limited  
Xulu, Inc.

\*Entity beneficially owns 5% or greater of the outstanding shares of the security class being reported on this Schedule 13G.  
Exhibit B

### POWER OF ATTORNEY

The undersigned, BLACKROCK, INC., a corporation duly organized under the laws of the State of Delaware, United States (the "Company"), does hereby make, constitute and appoint each of Matthew Mallow, Chris Meade, Howard Surloff, Dan Waltcher, Georgina Fogo, Charles Park, Enda McMahon, Carsten Otto, Con Tzatzakis, Karen Clark, Andrew Crain, Herm Howerton, David Maryles, Daniel Ronnen, John Stelley, John Ardley, Maureen Gleeson and Spencer Fleming acting severally, as its true and lawful attorneys-in-fact, for the purpose of, from time to

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time, executing in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all documents, certificates, instruments, statements, other filings and amendments to the foregoing (collectively, "documents") determined by such person to be necessary or appropriate to comply with ownership or control-person reporting requirements imposed by any United States or non-United States governmental or regulatory authority, Including without limitation Forms 3, 4, 5, 13D, 13F, 13G and 13H and any amendments to any of the Foregoing as may be required to be filed with the Securities and Exchange Commission, and delivering, furnishing or filing any such documents with the appropriate governmental, regulatory authority or other person, and giving and granting to each such attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof. Any such determination by an attorney-in-fact named herein shall be conclusively evidenced by such person's execution, delivery, furnishing or filing of the applicable document.

This power of attorney shall expressly revoke the power of attorney dated 1st day of October, 2015 in respect of the subject matter hereof, shall be valid from the date hereof and shall remain in full force and effect until either revoked in writing by the Company, or, in respect of any attorney-in-fact named herein, until such person ceases to be an employee of the Company or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has caused this power of attorney to be executed as of this 8th day of December, 2015.

BLACKROCK, INC.

By: /s/ Chris Jones  
Name: Chris Jones  
Title: Chief Investment Officer

OWNED BY EACH 1,583,266 REPORTING ----- PERSON 7 SOLE  
DISPOSITIVE POWER WITH None ----- 8 SHARED  
DISPOSITIVE POWER 1,668,450 ----- 9  
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,668,450  
----- 10 CHECK BOX IF THE AGGREGATE  
AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see Instructions)  Not Applicable  
----- 11 PERCENT OF CLASS REPRESENTED BY  
AMOUNT IN ROW (9) 7.0% ----- 12 TYPE OF  
REPORTING PERSON (see Instructions) HC -----  
Page 6 of 16 CUSIP No. 68372A104 13G ----- 1  
NAME OF REPORTING PERSON Andrew A. Ziegler  
----- 2 CHECK THE APPROPRIATE BOX IF A  
MEMBER OF A GROUP (see Instructions) (a)  (b)  Not Applicable  
----- 3 SEC USE ONLY

----- 4 CITIZENSHIP OR PLACE OF ORGANIZATION U.S.A. ----- 5 SOLE VOTING POWER NUMBER OF None SHARES ----- BENEFICIALLY 6 SHARED VOTING POWER OWNED BY EACH 1,583,266 REPORTING PERSON 7 SOLE DISPOSITIVE POWER WITH None 8 SHARED DISPOSITIVE POWER 1,668,450 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,668,450 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see Instructions)  Not Applicable 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 7.0% ----- 12 TYPE OF REPORTING PERSON (see Instructions) IN ----- Page 7 of 16 CUSIP No. 68372A104 13G ----- 1 NAME OF REPORTING PERSON Carlene M. Ziegler ----- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see Instructions) (a)  (b)  Not Applicable ----- 3 SEC USE ONLY -----

----- 4 CITIZENSHIP OR PLACE OF ORGANIZATION U.S.A. ----- 5 SOLE VOTING POWER NUMBER OF None SHARES ----- BENEFICIALLY 6 SHARED VOTING POWER OWNED BY EACH 1,583,266 REPORTING PERSON 7 SOLE DISPOSITIVE POWER WITH None 8 SHARED DISPOSITIVE POWER 1,668,450 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,668,450 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see Instructions)  Not Applicable 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 7.0% ----- 12 TYPE OF REPORTING PERSON (see Instructions) IN ----- Page 8 of 16 Item 1(a) Name of Issuer: Opentable, Inc. Item 1(b) Address of Issuer's Principal Executive Offices: 799 Market Street, 4th Floor, San Francisco, CA 94103 Item 2(a) Name of Person Filing: Artisan Partners Holdings LP ("Artisan Holdings") Artisan Investment Corporation, the general partner of Artisan Holdings ("Artisan Corp.") Artisan Partners Limited Partnership ("Artisan Partners") Artisan Investments GP LLC, the general partner of Artisan Partners ("Artisan Investments") ZFIC, Inc., the sole stockholder of Artisan Corp. ("ZFIC") Andrew A. Ziegler Carlene M. Ziegler Item 2(b) Address of Principal Business Office: Artisan Holdings, Artisan Corp., Artisan Partners, Artisan Investments, ZFIC, Mr. Ziegler and Ms. Ziegler are all located at: 875 East Wisconsin Avenue, Suite 800 Milwaukee, WI 53202 Item 2(c) Citizenship: Artisan Holdings is a Delaware limited partnership Artisan Corp. is a Wisconsin corporation Artisan Partners is a Delaware limited partnership Artisan Investments is a Delaware limited liability company ZFIC is a Wisconsin corporation Mr. Ziegler and Ms. Ziegler are U.S. citizens Item 2(d) Title of Class of Securities: Common Stock Item 2(e) CUSIP Number: 68372A104 Item 3 Type of Person: (e) Artisan Partners is an investment adviser registered under section 203 of the Investment Advisers Act of 1940; Artisan Holdings is the sole limited partner of Artisan Partners; Artisan Investments is the general partner of Artisan Partners; Artisan Corp is the general partner of Artisan Holdings; ZFIC is the sole stockholder of Artisan Corp.; Mr. Ziegler and Ms. Ziegler are the principal stockholders of ZFIC. Page 9 of 16 Item 4 Ownership (at December 31, 2011): (a) Amount owned "beneficially" within the meaning of rule 13d-3: 1,668,450 (b) Percent of class: 7.0% (based on 23,751,735 shares outstanding as of October 31, 2011) (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: None (ii) shared power to vote or to direct the vote: 1,583,266 (iii) sole power to dispose or to direct the disposition of: None (iv) shared power to dispose or to direct the disposition of: 1,668,450 Item 5 Ownership of Five Percent or Less of a Class: Not Applicable Item 6 Ownership of More than Five Percent on Behalf of Another Person: The shares reported herein have been acquired on behalf of discretionary clients of Artisan



Partners. Persons other than Artisan Partners are entitled to receive all dividends from, and proceeds from the sale of, those shares. None of those persons, to the knowledge of Artisan Partners, Artisan Holdings, Artisan Investments, Artisan Corp., ZFIC, Mr. Ziegler or Ms. Ziegler, has an economic interest in more than 5% of the class. Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person: Not Applicable Item 8 Identification and Classification of Members of the Group: Not Applicable Item 9 Notice of Dissolution of Group: Not Applicable Item 10 Certification: By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect. Page 10 of 16 Signature After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct. Date: February 7, 2012 ARTISAN INVESTMENT CORPORATION, for itself and as the general partner of ARTISAN PARTNERS HOLDINGS LP By: Sarah A. Johnson\* ----- ARTISAN INVESTMENTS GP LLC, for itself and as the general partner of ARTISAN PARTNERS LIMITED PARTNERSHIP By: Sarah A. Johnson\* ----- ZFIC, INC. By: Sarah A. Johnson\* ----- ANDREW A. ZIEGLER Andrew A. Ziegler\* ----- CARLENE M. ZIEGLER Carlene M. Ziegler\* ----- \*By: /s/ Sarah A. Johnson ----- Sarah A. Johnson Vice President of Artisan Investment Corporation Vice President of Artisan Investments GP LLC Attorney-in-Fact for ZFIC, Inc. Attorney-in-Fact for Andrew A. Ziegler Attorney-in-Fact for Carlene M. Ziegler Page 11 of 16 Exhibit Index Exhibit 1 Joint Filing Agreement dated February 7, 2012 by and among Artisan Partners Holdings LP, Artisan Investment Corporation, Artisan Partners Limited Partnership, Artisan Investments GP LLC, ZFIC, Inc., Andrew A. Ziegler and Carlene M. Ziegler Exhibit 2 Power of Attorney of ZFIC, Inc., dated March 19, 2007 Exhibit 3 Power of Attorney of Andrew A. Ziegler dated March 19, 2007 Exhibit 4 Power of Attorney of Carlene M. Ziegler dated March 19, 2007 Page 12 of 16 EXHIBIT 1 JOINT FILING AGREEMENT The undersigned hereby agree to the joint filing of the Schedule 13G to which this Agreement is attached. Dated: February 7, 2012 ARTISAN INVESTMENT CORPORATION, for itself and as the general partner of ARTISAN PARTNERS HOLDINGS LP By: Sarah A. Johnson\* ----- ARTISAN INVESTMENTS GP LLC, for itself and as the general partner of ARTISAN PARTNERS LIMITED PARTNERSHIP By: Sarah A. Johnson\* ----- ZFIC, INC. By: Sarah A. Johnson\* ----- ANDREW A. ZIEGLER Andrew A. Ziegler\* ----- CARLENE M. ZIEGLER Carlene M. Ziegler\* ----- \*By: /s/ Sarah A. Johnson ----- Sarah A. Johnson Vice President of Artisan Investment Corporation Vice President of Artisan Investments GP LLC Attorney-in-Fact for ZFIC, Inc. Attorney-in-Fact for Andrew A. Ziegler Attorney-in-Fact for Carlene M. Ziegler Page 13 of 16 EXHIBIT 2 POWER OF ATTORNEY The undersigned, ZFIC, Inc., hereby appoints Lawrence A. Totsky, Janet D. Olsen, and Sarah A. Johnson, and each of them individually, its true and lawful attorney-in-fact and agent, with full power to execute and file with the United States Securities and Exchange Commission and any stock exchange or similar authority, for and on its behalf in any and all capacities, any and all reports required to be filed pursuant to Section 13 of the Securities Exchange Act of 1934 and the rules thereunder, including but not limited to reports on Schedule 13D or 13G, any and all amendments to such reports, with all exhibits, and any other forms or documents as may be necessary in connection with the filing of such reports with the United States Securities and Exchange Commission and any stock exchange or similar authority, granting unto said attorney full power and authority to do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete, as fully as the undersigned might or could do in person. This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact and agents. IN WITNESS WHEREOF the undersigned has caused this Power of Attorney to be executed this 19th day of March, 2007. ZFIC, INC. By: /s/ Andrew A. Ziegler ----- Andrew A. Ziegler Vice President STATE OF WISCONSIN ) ) SS. COUNTY OF MILWAUKEE) I, Timothy K. Weston, a Notary Public in and for the County of Milwaukee, State of Wisconsin, DO HEREBY CERTIFY that Andrew A. Ziegler, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act, for the uses and purposes therein set forth. Given

under my hand and notarial seal, this 19th day of March, 2007. /s/ Timothy K. Weston -----  
Notary Public Page 14 of 16 EXHIBIT 3 POWER OF ATTORNEY The undersigned, Andrew A. Ziegler, hereby appoints Lawrence A. Totsky, Janet D. Olsen, and Sarah A. Johnson, and each of them individually, his true and lawful attorney-in-fact and agent, with full power to execute and file with the United States Securities and Exchange Commission and any stock exchange or similar authority, for and on his behalf in any and all capacities, any and all reports required to be filed pursuant to Section 13 of the Securities Exchange Act of 1934 and the rules thereunder, including but not limited to reports on Schedule 13D or 13G, any and all amendments to such reports, with all exhibits, and any other forms or documents as may be necessary in connection with the filing of such reports with the United States Securities and Exchange Commission and any stock exchange or similar authority, granting unto said attorney full power and authority to do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete, as fully as the undersigned might or could do in person. This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact and agents. IN WITNESS WHEREOF the undersigned has caused this Power of Attorney to be executed this 19th day of March, 2007. /s/ Andrew A. Ziegler ----- Andrew A. Ziegler STATE OF WISCONSIN ) ) SS. COUNTY OF MILWAUKEE) I, Timothy K. Weston, a Notary Public in and for the County of Milwaukee, State of Wisconsin, DO HEREBY CERTIFY that Andrew A. Ziegler, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act, for the uses and purposes therein set forth. Given under my hand and notarial seal, this 19th day of March, 2007. /s/ Timothy K. Weston ----- Notary Public Page 15 of 16 EXHIBIT 4 POWER OF ATTORNEY The undersigned, Carlene M. Ziegler, hereby appoints Lawrence A. Totsky, Janet D. Olsen, and Sarah A. Johnson, and each of them individually, her true and lawful attorney-in-fact and agent, with full power to execute and file with the United States Securities and Exchange Commission and any stock exchange or similar authority, for and on her behalf in any and all capacities, any and all reports required to be filed pursuant to Section 13 of the Securities Exchange Act of 1934 and the rules thereunder, including but not limited to reports on Schedule 13D or 13G, any and all amendments to such reports, with all exhibits, and any other forms or documents as may be necessary in connection with the filing of such reports with the United States Securities and Exchange Commission and any stock exchange or similar authority, granting unto said attorney full power and authority to do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete, as fully as the undersigned might or could do in person. This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact and agents. IN WITNESS WHEREOF the undersigned has caused this Power of Attorney to be executed this 19th day of March, 2007. /s/ Carlene M. Ziegler ----- Carlene M. Ziegler STATE OF WISCONSIN ) ) SS. COUNTY OF MILWAUKEE) I, Timothy K. Weston, a Notary Public in and for the County of Milwaukee, State of Wisconsin, DO HEREBY CERTIFY that Carlene M. Ziegler, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that she signed and delivered the said instrument as her own free and voluntary act, for the uses and purposes therein set forth. Given under my hand and notarial seal, this 19th day of March, 2007. /s/ Timothy K. Weston ----- Notary Public Page 16 of 16