

HARTFORD FINANCIAL SERVICES GROUP INC/DE
Form 10-Q
July 26, 2018

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

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2018

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number 001-13958

THE HARTFORD FINANCIAL SERVICES GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware

13-3317783

(State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification No.)

One Hartford Plaza, Hartford, Connecticut 06155

(Address of principal executive offices) (Zip Code)

(860) 547-5000

(Registrant's telephone number, including area code)

Indicate by check mark:

Yes No

• whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

• whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

• whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting company Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

- whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act.) ý
- As of July 24, 2018, there were outstanding 358,419,118 shares of Common Stock, \$0.01 par value per share, of the registrant.

THE HARTFORD FINANCIAL SERVICES GROUP, INC.
 QUARTERLY REPORT ON FORM 10-Q
 FOR THE QUARTERLY PERIOD ENDED JUNE 30, 2018
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[a]The information required by this item is set forth in the Enterprise Risk Management section of Item 2, Management's Discussion and Analysis of Financial Condition and Results of Operations and is incorporated herein by reference.

Forward-Looking Statements

Certain of the statements contained herein are forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements can be identified by words such as “anticipates,” “intends,” “plans,” “seeks,” “believes,” “estimates,” “expects,” “projects,” and similar references to future performance. Forward-looking statements are based on management's current expectations and assumptions regarding future economic, competitive, legislative and other developments and their potential effect upon The Hartford Financial Services Group, Inc. and its subsidiaries (collectively, the "Company" or "The Hartford"). Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict. Actual results could differ materially from expectations, depending on the evolution of various factors, including the risks and uncertainties identified below, as well as factors described in such forward-looking statements or in Part I, Item 1A, Risk Factors in The Hartford's 2017 Form 10-K Annual Report, and those identified from time to time in our other filings with the Securities and Exchange Commission ("SEC").

Risks Related to Economic, Political and Global Market Conditions:

challenges related to the Company's current operating environment, including global political, economic and market conditions, and the effect of financial market disruptions, economic downturns, changes in trade regulation including tariffs and other barriers or other potentially adverse macroeconomic developments on the demand for our products and returns in our investment portfolios;

financial risk related to the continued reinvestment of our investment portfolios;

market risks associated with our business, including changes in credit spreads, equity prices, interest rates, inflation rate, market volatility and foreign exchange rates;

the impact on our investment portfolio if our investment portfolio is concentrated in any particular segment of the economy;

- **Insurance Industry and Product-Related Risks:**

the possibility of unfavorable loss development, including with respect to long-tailed exposures;

the possibility of a pandemic, earthquake, or other natural or man-made disaster that may adversely affect our businesses;

weather and other natural physical events, including the severity and frequency of storms, hail, winter storms, hurricanes and tropical storms, as well as climate change and its potential impact on weather patterns;

the possible occurrence of terrorist attacks and the Company's inability to contain its exposure as a result of, among other factors, the inability to exclude coverage for terrorist attacks from workers' compensation policies and limitations on reinsurance coverage from the federal government under applicable laws;

the Company's ability to effectively price its property and casualty policies, including its ability to obtain regulatory consents to pricing actions or to non-renewal or withdrawal of certain product lines;

actions by competitors that may be larger or have greater financial resources than we do;

technology changes, such as usage-based methods of determining premiums, advancement in automotive safety features, the development of autonomous vehicles, and platforms that facilitate ride sharing, which may alter demand for the Company's products, impact the frequency or severity of losses, and/or impact the way the Company markets, distributes and underwrites its products;

the Company's ability to market, distribute and provide insurance products and investment advisory services through current and future distribution channels and advisory firms;

the uncertain effects of emerging claim and coverage issues;

Financial Strength, Credit and Counterparty Risks:

risks to our business, financial position, prospects and results associated with negative rating actions or downgrades in the Company's financial strength and credit ratings or negative rating actions or downgrades relating to our

investments;

the impact on our statutory capital of various factors, including many that are outside the Company's control, which can in turn affect our credit and financial strength ratings, cost of capital, regulatory compliance and other aspects of our business and results;

losses due to nonperformance or defaults by others including credit risk with counterparties associated with investments, derivatives, premiums receivable, reinsurance recoverables and indemnifications provided by third parties in connection with previous dispositions;

the potential for losses due to our reinsurers' unwillingness or inability to meet their obligations under reinsurance contracts and the availability, pricing and adequacy of reinsurance to protect the Company against losses; regulatory limitations on the ability of the Company and certain of its subsidiaries to declare and pay dividends;

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Risks Relating to Estimates, Assumptions and Valuations;

risk associated with the use of analytical models in making decisions in key areas such as underwriting, capital management, hedging, reserving, and catastrophe risk management;

the potential for differing interpretations of the methodologies, estimations and assumptions that underlie Company's fair value estimates for its investments and the evaluation of other-than-temporary impairments on available-for-sale securities;

the potential for further impairments of our goodwill or the potential for changes in valuation allowances against deferred tax assets

the significant uncertainties that limit our ability to estimate the ultimate reserves necessary for asbestos and environmental claims;

Strategic and Operational Risks:

the Company's ability to maintain the availability of its systems and safeguard the security of its data in the event of a disaster, cyber or other information security incident or other unanticipated event;

the risks, challenges and uncertainties associated with our capital management plan, expense reduction initiatives and other actions, which may include acquisitions, divestitures or restructurings;

the potential for difficulties arising from outsourcing and similar third-party relationships;

the Company's ability to protect its intellectual property and defend against claims of infringement;

Regulatory and Legal Risks:

the cost and other potential effects of increased regulatory and legislative developments, including those that could adversely impact the demand for the Company's products, operating costs and required capital levels;

unfavorable judicial or legislative developments;

the impact of changes in federal or state tax laws;

regulatory requirements that could delay, deter or prevent a takeover attempt that shareholders might consider in their best interests;

the impact of potential changes in accounting principles and related financial reporting requirements

Any forward-looking statement made by the Company in this document speaks only as of the date of the filing of this Form 10-Q. Factors or events that could cause the Company's actual results to differ may emerge from time to time, and it is not possible for the Company to predict all of them. The Company undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future developments or otherwise.

Part I - Item 1. Financial Statements

Item 1. Financial Statements

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders of
The Hartford Financial Services Group, Inc.
Hartford, Connecticut

Results of Review of Interim Financial Information

We have reviewed the accompanying condensed consolidated balance sheet of The Hartford Financial Services Group, Inc. and subsidiaries (the "Company ") as of June 30, 2018, the related condensed consolidated statements of operations and comprehensive income (loss) for the three-month and six-month periods ended June 30, 2018 and 2017, and the condensed consolidated statements of changes in stockholders' equity and cash flows for the six-month periods ended June 30, 2018 and 2017, and the related notes (collectively referred to as the "interim financial information"). Based on our reviews, we are not aware of any material modifications that should be made to the accompanying interim financial information for it to be in conformity with accounting principles generally accepted in the United States of America.

We have previously audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated balance sheet of the Company as of December 31, 2017, and the related consolidated statements of operations, comprehensive income, changes in stockholders' equity, and cash flows for the year then ended (not presented herein); and in our report dated February 23, 2018, we expressed an unqualified opinion on those consolidated financial statements. In our opinion, the information set forth in the accompanying condensed consolidated balance sheet as of December 31, 2017, is fairly stated, in all material respects, in relation to the consolidated balance sheet from which it has been derived.

Basis for Review Results

This interim financial information is the responsibility of the Company's management. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our reviews in accordance with standards of the PCAOB. A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with the standards of the PCAOB, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

/s/ DELOITTE & TOUCHE LLP
Hartford, Connecticut
July 26, 2018

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Condensed Consolidated Statements of Operations

(In millions, except for per share data)	Three Months Ended June 30, 2018		Six Months Ended June 30, 2018	
	2017	2018	2017	2018
	(Unaudited)			
Revenues				
Earned premiums	\$3,958	\$3,455	\$7,885	\$6,893
Fee income	327	286	650	564
Net investment income	428	395	879	805
Net realized capital gains (losses):				
Total other-than-temporary impairment ("OTTI") losses	—	(4)	(2)	(7)
OTTI losses recognized in other comprehensive income ("OCI")	—	2	2	4
Net OTTI losses recognized in earnings	—	(2)	—	(3)
Other net realized capital gains	52	57	22	82
Total net realized capital gains	52	55	22	79
Other revenues	24	23	44	42
Total revenues	4,789	4,214	9,480	8,383
Benefits, losses and expenses				
Benefits, losses and loss adjustment expenses	2,738	2,420	5,433	4,844
Amortization of deferred policy acquisition costs ("DAC")	344	345	686	689
Insurance operating costs and other expenses	1,067	1,650	2,104	2,569
Loss on extinguishment of debt	6	—	6	—
Interest expense	79	79	159	159
Amortization of other intangible assets	18	1	36	2
Total benefits, losses and expenses	4,252	4,495	8,424	8,263
Income (loss) from continuing operations before income taxes	537	(281)	1,056	120
Income tax expense (benefit)	103	(129)	194	(31)
Income (loss) from continuing operations, net of tax	434	(152)	862	151
Income from discontinued operations, net of tax	148	112	317	187
Net income (loss)	\$582	\$(40)	\$1,179	\$338
Income (loss) from continuing operations, net of tax, per common share				
Basic	\$1.21	\$(0.42)	\$2.41	\$0.41
Diluted	\$1.19	\$(0.42)	\$2.37	\$0.40
Net income (loss) per common share				
Basic	\$1.62	\$(0.11)	\$3.29	\$0.92
Diluted	\$1.60	\$(0.11)	\$3.24	\$0.90
Cash dividends declared per common share	\$0.25	\$0.23	\$0.50	\$0.46
See Notes to Condensed Consolidated Financial Statements.				

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THE HARTFORD FINANCIAL SERVICES GROUP, INC.

Condensed Consolidated Statements of Comprehensive Income (Loss)

(In millions)	Three		Six Months	
	Months	Months	Months	Months
	Ended June	Ended June	Ended June	Ended June
	30,	30,	30,	30,
	2018	2017	2018	2017
	(Unaudited)			
Net income (loss)	\$582	\$(40)	\$1,179	\$338
Other comprehensive income (loss):				
Changes in net unrealized gain on securities	(1,138)	342	(1,993)	479
Changes in OTTI losses recognized in other comprehensive income	2	1	—	—
Changes in net gain on cash flow hedging instruments	12	(1)	(32)	(19)
Changes in foreign currency translation adjustments	1	5	(5)	7
Changes in pension and other postretirement plan adjustments	9	354	19	364
OCI, net of tax	(1,114)	701	(2,011)	831
Comprehensive income (loss)	\$(532)	\$661	\$(832)	\$1,169
See Notes to Condensed Consolidated Financial Statements.				

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THE HARTFORD FINANCIAL SERVICES GROUP, INC.

Condensed Consolidated Balance Sheets

(In millions, except for share and per share data)	June 30, 2018	December 31, 2017
	(Unaudited)	
Assets		
Investments:		
Fixed maturities, available-for-sale, at fair value (amortized cost of \$35,913 and \$35,612)	\$36,194	\$ 36,964
Fixed maturities, at fair value using the fair value option	36	41
Equity securities, at fair value	1,003	—
Equity securities, available-for-sale, at fair value (cost of \$0 and \$907)	—	1,012
Mortgage loans (net of allowances for loan losses of \$1 and \$1)	3,355	3,175
Limited partnerships and other alternative investments	1,670	1,588
Other investments	94	96
Short-term investments	3,296	2,270
Total investments	45,648	45,146
Cash	147	180
Premiums receivable and agents' balances, net	4,001	3,910
Reinsurance recoverables, net	3,912	4,061
Deferred policy acquisition costs	662	650
Deferred income taxes, net	1,282	1,164
Goodwill	1,290	1,290
Property and equipment, net	1,013	1,034
Other intangible assets	669	659
Other assets	2,151	2,230
Assets held for sale	—	164,936
Total assets	\$60,775	\$ 225,260
Liabilities		
Unpaid losses and loss adjustment expenses	\$32,080	\$ 32,287
Reserve for future policy benefits	668	713
Other policyholder funds and benefits payable	784	816
Unearned premiums	5,446	5,322
Short-term debt	413	320
Long-term debt	4,262	4,678
Other liabilities	4,576	5,188
Liabilities held for sale	—	162,442
Total liabilities	\$48,229	\$ 211,766
Commitments and Contingencies (Note 13)		
Stockholders' Equity		
Common stock, \$0.01 par value — 1,500,000,000 shares authorized, 384,923,222 and 384,923,222 shares issued	\$4	\$ 4
Additional paid-in capital	4,374	4,379
Retained earnings	10,649	9,642
Treasury stock, at cost — 26,563,921 and 28,088,186 shares	(1,128)	(1,194)
Accumulated other comprehensive income (loss), net of tax	(1,353)	663
Total stockholders' equity	\$12,546	\$ 13,494
Total liabilities and stockholders' equity	\$60,775	\$ 225,260
See Notes to Condensed Consolidated Financial Statements.		

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THE HARTFORD FINANCIAL SERVICES GROUP, INC.

Condensed Consolidated Statements of Changes in Stockholders' Equity

(In millions, except for share data)	Six Months Ended	
	2018	2017
	June 30,	
	(Unaudited)	
Common Stock	\$4	\$4
Additional Paid-in Capital		
Additional Paid-in Capital, beginning of period	4,379	5,247
Issuance of shares under incentive and stock compensation plans	(83)	(65)
Stock-based compensation plans expense	83	56
Issuance of shares for warrant exercise	(5)	(43)
Additional Paid-in Capital, end of period	4,374	5,195
Retained Earnings		
Retained Earnings, beginning of period	9,642	13,114
Cumulative effect of accounting changes, net of tax	5	—
Adjusted balance, beginning of period	9,647	13,114
Net income	1,179	338
Dividends declared on common stock	(177)	(170)
Retained Earnings, end of period	10,649	13,282
Treasury Stock, at cost		
Treasury Stock, at cost, beginning of period	(1,194)	(1,125)
Treasury stock acquired	—	(650)
Issuance of shares under incentive and stock compensation plans	95	79
Net shares acquired related to employee incentive and stock compensation plans	(34)	(34)
Issuance of shares for warrant exercise	5	43
Treasury Stock, at cost, end of period	(1,128)	(1,687)
Accumulated Other Comprehensive Income (Loss), net of tax		
Accumulated Other Comprehensive Income (Loss), net of tax, beginning of period	663	(337)
Cumulative effect of accounting changes, net of tax	(5)	—
Adjusted balance, beginning of period	658	(337)
Total other comprehensive income (loss)	(2,011)	831
Accumulated Other Comprehensive Income (Loss), net of tax, end of period	(1,353)	494
Total Stockholders' Equity	\$12,546	\$17,288
Common Shares Outstanding		
Common Shares Outstanding, beginning of period (in thousands)	356,835	373,949
Treasury stock acquired	—	(13,299)
Issuance of shares under incentive and stock compensation plans	2,042	1,850
Return of shares under incentive and stock compensation plans to treasury stock	(637)	(686)
Issuance of shares for warrant exercise	119	1,006
Common Shares Outstanding, at end of period	358,359	362,820

See Notes to Condensed Consolidated Financial Statements.

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THE HARTFORD FINANCIAL SERVICES GROUP, INC.

Condensed Consolidated Statements of Cash Flows

(In millions)	Six Months Ended June 30,	
	2018	2017
	(Unaudited)	
Net income	\$1,179	\$ 338
Adjustments to reconcile net income to net cash provided by operating activities:		
Net realized capital losses (gains)	31	(55)
Amortization of deferred policy acquisition costs	744	731
Additions to deferred policy acquisition costs	(701)	(695)
Depreciation and amortization	237	191
Loss on extinguishment of debt	6	—
Gain on sale	(213)	—
Pension settlement	—	747
Other operating activities, net	291	291
Change in assets and liabilities:		
Decrease in reinsurance recoverables	136	25
Decrease (increase) in accrued and deferred income taxes	(112)	40
Increase (decrease) in unpaid losses and loss adjustment expenses, reserve for future policy benefits, and unearned premiums	(77)	443
Net change in other assets and other liabilities	(251)	(1,162)
Net cash provided by operating activities	1,270	894
Investing Activities		
Proceeds from the sale/maturity/prepayment of:		
Fixed maturities, available-for-sale	14,712	15,847
Fixed maturities, fair value option	11	76
Equity securities, at fair value	1,027	—
Equity securities, available-for-sale		512
Mortgage loans	234	351
Partnerships	331	138
Payments for the purchase of:		
Fixed maturities, available-for-sale	(13,261)	(15,954)
Equity securities, at fair value	(953)	—
Equity securities, available-for-sale	—	(397)
Mortgage loans	(383)	(458)
Partnerships	(316)	(222)
Net payments for derivatives	(234)	(40)
Net additions of property and equipment	(59)	(92)
Net payments for short-term investments	(2,427)	(1,453)
Other investing activities, net	(4)	(6)
Proceeds from business sold, net of cash transferred	1,115	222
Net cash used for investing activities	(207)	(1,476)
Financing Activities		
Deposits and other additions to investment and universal life-type contracts	1,814	2,526
Withdrawals and other deductions from investment and universal life-type contracts	(9,206)	(7,076)
Net transfers from separate accounts related to investment and universal life-type contracts	6,949	3,976
Repayments at maturity or settlement of consumer notes	(2)	(11)
Net increase (decrease) in securities loaned or sold under agreements to repurchase	(671)	1,346

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Repayment of debt	(826)	(416)
Proceeds from the issuance of debt	490	500
Net return of shares under incentive and stock compensation plans	5	(22)
Treasury stock acquired	—	(650)
Dividends paid on common stock	(180)	(173)
Net cash provided by (used for) financing activities	(1,627)	—
Foreign exchange rate effect on cash	(6)	62
Net decrease in cash, including cash classified as assets held for sale	(570)	(520)
Less: Net decrease in cash classified as assets held for sale	(537)	(293)
Net (decrease) in cash	(33)	(227)
Cash – beginning of period	180	328
Cash – end of period	\$147	\$ 101
Supplemental Disclosure of Cash Flow Information		
Income tax received (paid)	\$(1)	\$ 2
Interest paid	\$156	\$ 164
See Notes to Condensed Consolidated Financial Statements		

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THE HARTFORD FINANCIAL SERVICES GROUP, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Dollar amounts in millions, except for per share data, unless otherwise stated)
1. Basis of Presentation and Significant Accounting Policies

Basis of Presentation

The Hartford Financial Services Group, Inc. is a holding company for insurance and financial services subsidiaries that provide property and casualty insurance, group life and disability products and mutual funds and exchange-traded products to individual and business customers in the United States (collectively, “The Hartford”, the “Company”, “we” or “our”).

On May 31, 2018, Hartford Holdings, Inc., a wholly owned subsidiary of the Company, completed the sale of the issued and outstanding equity of Hartford Life, Inc. (“HLI”), a holding company for its life and annuity operating subsidiaries. For further discussion of this transaction, see Note 18 - Business Dispositions and Discontinued Operations of Notes to Condensed Consolidated Financial Statements.

On November 1, 2017, Hartford Life and Accident Insurance Company (“HLA”), a wholly owned subsidiary of the Company, completed the acquisition of Aetna's U.S. group life and disability business through a reinsurance transaction. For further discussion of this transaction, see Note 2 - Business Acquisitions of Notes to Condensed Consolidated Financial Statements.

On May 10, 2017, the Company completed the sale of its United Kingdom (“U.K.”) property and casualty run-off subsidiaries.

The Condensed Consolidated Financial Statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) for interim financial information, which differ materially from the accounting practices prescribed by various insurance regulatory authorities. These Condensed Consolidated Financial Statements and Notes should be read in conjunction with the Consolidated Financial Statements and Notes thereto included in the Company's 2017 Form 10-K Annual Report. The results of operations for interim periods are not necessarily indicative of the results that may be expected for the full year.

The accompanying Condensed Consolidated Financial Statements and Notes are unaudited. These financial statements reflect all adjustments (generally consisting only of normal accruals) which are, in the opinion of management, necessary for the fair presentation of the financial position, results of operations and cash flows for the interim periods. The Company's significant accounting policies are summarized in Note 1 - Basis of Presentation and Significant Accounting Policies of Notes to Consolidated Financial Statements included in the Company's 2017 Form 10-K Annual Report.

Consolidation

The Condensed Consolidated Financial Statements include the accounts of The Hartford Financial Services Group, Inc., and entities in which the Company directly or indirectly has a controlling financial interest. Entities in which the Company has significant influence over the operating and financing decisions but does not control are reported using the equity method. All intercompany transactions and balances between The Hartford and its subsidiaries and affiliates that are not held for sale have been eliminated.

Discontinued Operations

The results of operations of a component of the Company are reported in discontinued operations when certain criteria are met as of the date of disposal, or earlier if classified as held-for-sale. When a component is identified for discontinued operations reporting, amounts for prior periods are retrospectively reclassified as discontinued operations. Components are identified as discontinued operations if they are a major part of an entity's operations and financial results such as a separate major line of business or a separate major geographical area of operations.

Use of Estimates

The preparation of financial statements, in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and

liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

The most significant estimates include those used in determining property and casualty and group long-term disability insurance product reserves, net of reinsurance; evaluation of goodwill for impairment; valuation of investments and derivative instruments; valuation allowance on deferred tax assets; and contingencies relating to corporate litigation and regulatory matters.

Reclassifications

Certain reclassifications have been made to prior year financial information to conform to the current year presentation. In particular:

- Distribution costs within the Mutual Funds segment that were previously netted against fee income are presented gross in insurance operating costs and other expenses.

Adoption of New Accounting Standards

Reclassification of Effect of Tax Rate Change from AOCI to Retained Earnings

In February 2018, the FASB issued new accounting guidance for the effect on deferred tax assets and liabilities related to items recorded in accumulated other comprehensive income ("AOCI") resulting from legislated Tax Cuts and Jobs Act of 2017 ("Tax Reform") enacted on December 22, 2017. Tax Reform reduced the federal tax rate applied to the Company's deferred tax balances from 35% to 21% on enactment. Under U.S. GAAP, the Company recorded the total effect of the change in enacted tax rates on deferred tax balances as a charge to income tax expense within net income during the fourth quarter of 2017, including the change in deferred tax balances related to components of AOCI. The new accounting guidance permitted the Company to reclassify the "stranded" tax effects out of AOCI and into retained

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THE HARTFORD FINANCIAL SERVICES GROUP, INC.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

1. Basis of Presentation and Significant Accounting Policies (continued)

earnings that resulted from recording the tax effects of unrealized investment gains, unrecognized actuarial losses on pension and other postretirement benefit plans, and cumulative translation adjustments at a 35% tax rate because the 14 point reduction in tax rate was recognized in net income instead of other comprehensive income. On January 1, 2018, the Company adopted the new guidance and recorded a reclassification of \$88 from AOCI to retained earnings. As a result of the reclassification, in the first quarter of 2018, the Company reduced the estimated loss on sale recorded in income from discontinued operations by \$193, net of tax, for the increase in AOCI related to the assets held for sale. The reduction in the loss on sale resulted in a corresponding increase in assets held for sale and AOCI as of January 1, 2018 and the AOCI associated with assets held for sale was removed from the balance sheet when the sale closed on May 31, 2018. Additionally, as of January 1, 2018, the Company reclassified \$105 of stranded tax effects related to continuing operations which reduced AOCI and increased retained earnings.

Financial Instruments- Recognition and Measurement

On January 1, 2018, the Company adopted updated guidance issued by the FASB for the recognition and measurement of financial instruments through a cumulative effect adjustment to the opening balances of retained earnings and AOCI. The new guidance requires investments in equity securities to be measured at fair value with any changes in valuation reported in net income except for investments that are consolidated or are accounted for under the equity method of accounting. The new guidance also requires a deferred tax asset resulting from net unrealized losses on available-for-sale fixed maturities that are recognized in AOCI to be evaluated for recoverability in combination with the Company's other deferred tax assets. Under prior guidance, the Company reported equity securities, available for sale ("AFS"), at fair value with changes in fair value reported in other comprehensive income. As of January 1, 2018,

the Company reclassified from AOCI to retained earnings net unrealized gains of \$83, after tax, related to equity securities having a fair value of \$1.0 billion. In addition, \$10 of net unrealized gains net of shadow DAC related to discontinued operations were reclassified from AOCI to retained earnings of the life and annuity run-off business held for sale, which increased the estimated loss on sale in 2018 by the same amount. Beginning in 2018, the Company reports equity securities at fair value with changes in fair value reported in net realized capital gains and losses.

Revenue Recognition

On January 1, 2018, the Company adopted the FASB's updated guidance for recognizing revenue from contracts with customers, which excludes insurance contracts and financial instruments. Revenue subject to the guidance is recognized when, or as, goods or services are transferred to customers in an amount that reflects the consideration that an entity is expected to receive in exchange for those goods or services. For all but certain revenues associated with our Mutual Funds business, the updated guidance is consistent with previous guidance for the Company's transactions and did not have an effect on the Company's financial position, cash flows or net income. The updated guidance also updated criteria for determining when the Company acts as a principal or an agent. The Company determined that it is the principal for some of its mutual fund distribution service contracts and, upon adoption, reclassified distribution costs of \$46 and \$92 for the three and six months ended June 30, 2017, respectively, that were previously netted against fee income to insurance operating costs and other expenses.

Information about the nature, amount, timing of recognition and cash flows for the Company's revenues subject to the updated guidance follows.

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THE HARTFORD FINANCIAL SERVICES GROUP, INC.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

1. Basis of Presentation and Significant Accounting Policies (continued)

Revenue from Non-Insurance Contracts with Customers

		Three months ended June 30,		Six months ended June 30,	
	Revenue Line Item	2018	2017	2018	2017
Commercial Lines					
Installment billing fees	Fee income	\$8	\$9	\$17	\$19
Personal Lines					
Installment billing fees	Fee income	10	11	20	22
Insurance servicing revenues	Other revenues	23	23	42	42
Group Benefits					
Administrative services	Fee income	44	19	88	38
Mutual Funds					
Advisor, distribution and other management fees	Fee income	239	220	477	431
Other fees	Fee income	22	27	42	53
Corporate					
Investment management and other fees	Fee income	4	—	6	1
Transition service revenues	Other revenues	2	—	2	—
Total revenues subject to updated guidance		\$352	\$309	\$694	\$606

Installment fees are charged on property and casualty insurance contracts for billing the insurance customer in installments over the policy term. These fees are recognized in fee income as earned on collection.

Insurance servicing revenues within Personal Lines consist of up-front commissions earned for collecting premiums and processing claims on insurance policies for which The Hartford does not assume underwriting risk, predominantly related to the National Flood Insurance Plan program. These insurance servicing revenues are recognized over the period of the flood program's policy terms.

Group Benefits products earn fee income from employers for the administration of underwriting, implementation and claims processing for employer self-funded plans and for leave management services. Fees are recognized as services are provided and collected monthly.

The Company provides investment management, administrative and distribution services to mutual funds and exchange-traded products. The Company assesses investment advisory, distribution and other asset management fees primarily based on the average daily net asset values from mutual funds and exchange-traded products, which are recorded in the period in which the services are provided and collected monthly. Fluctuations in domestic and international markets and related investment performance, volume and mix of sales and redemptions of mutual funds or exchange-traded products, and other changes to the composition of assets under management are all factors that ultimately have a direct effect on fee income earned.

Mutual Funds other fees primarily include transfer agent fees, generally assessed as a charge per account, and are recognized as fee income in the period in which the services are provided with payments collected monthly.

Corporate investment management and other fees are primarily for managing third party invested assets, including management of the invested assets of the Talcott Resolution life and annuity run-off business sold in the second quarter of 2018 ("Talcott Resolution"). These fees, calculated based on the average quarterly net asset values, are recorded in the period in which the services are provided and are collected quarterly. Fluctuations in markets and interest rates and other changes to the composition of assets under management are all factors that ultimately have a direct effect on fee income earned.

Corporate transition service revenues consist of operational services provided to The Hartford's former life and annuity run-off business that will be provided for a period up to 24 months from the May 31, 2018 sale date. The transition service revenues are recognized as other revenues in the period in which the services are provided with payments collected monthly.

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THE HARTFORD FINANCIAL SERVICES GROUP, INC.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

2. Business Acquisitions

Aetna Group Insurance

On November 1, 2017, The Hartford acquired Aetna's U.S. group life and disability business through a reinsurance transaction for total consideration of \$1.452 billion. The acquisition date fair values of certain assets and liabilities, including insurance reserves and intangible assets, as well as the related estimated useful lives of intangibles, are provisional and are subject to revision within one year of the acquisition date. Under the terms of the agreement, a final balance sheet will be agreed to in 2018 and our estimates of fair values are pending finalization. There were no adjustments to the provisional amounts during the six month period ended June 30, 2018.

The following table presents supplemental pro forma amounts of revenue and net income for the Company for the three and six months ended June 30, 2017, as though the business was acquired on January 1, 2016.

Pro Forma Results

	Three months ended June 30, 2017 [1]	Six months ended June 30, 2017 [1]
Total Revenue	\$4,793	\$9,532
Net Income	\$(20)	\$370

[1] Pro forma adjustments include the revenue and earnings of the Aetna U.S. group life and disability business as well as amortization of identifiable intangible assets acquired and the fair value adjustment to acquired insurance reserves. Pro forma adjustments do not include retrospective adjustments to defer and amortize acquisition costs as would be recorded under the Company's accounting policy.

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THE HARTFORD FINANCIAL SERVICES GROUP, INC.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

3. Earnings Per Common Share

Computation of Basic and Diluted Earnings per Common Share

	Three Months Ended June 30,		Six Months Ended June 30,	
	2018	2017	2018	2017
(In millions, except for per share data)				
Earnings				
Income (loss) from continuing operations, net of tax	\$434	\$(152)	\$862	\$151
Income from discontinued operations, net of tax	148	112	317	187
Net income (loss)	\$582	\$(40)	\$1,179	\$338
Shares				
Weighted average common shares outstanding, basic	358.3	366.0	357.9	368.7
Dilutive effect of stock compensation plans	4.0	—	4.2	4.0
Dilutive effect of warrants	1.9	—	2.0	2.8
Weighted average common shares outstanding and dilutive potential common shares	364.2	366.0	364.1	375.5
Net income per common share				
Basic				
Income (loss) from continuing operations, net of tax	\$1.21	\$(0.42)	\$2.41	\$0.41
Income from discontinued operations, net of tax	\$0.41	\$0.31	\$0.88	\$0.51
Net income (loss) per common share	\$1.62	\$(0.11)	\$3.29	\$0.92
Diluted				
Income (loss) from continuing operations, net of tax	\$1.19	\$(0.42)	\$2.37	\$0.40
Income from discontinued operations, net of tax	\$0.41	\$0.31	\$0.87	\$0.50
Net income (loss) per common share	\$1.60	\$(0.11)	\$3.24	\$0.90

As a result of the net loss from continuing operations for the three months ended June 30, 2017, the Company was required to use basic weighted average common shares outstanding in the calculation of diluted loss per share, since the inclusion of 3.8 million shares for stock compensation plans and 2.5 million shares for warrants would have been antidilutive to the earnings (loss) per share calculation. In the absence of the net loss, weighted average common shares outstanding and dilutive potential common shares would have totaled 372.3 million.

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THE HARTFORD FINANCIAL SERVICES GROUP, INC.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

4. Segment Information

The Company currently conducts business principally in five reporting segments including Commercial Lines, Personal Lines, Property & Casualty Other Operations, Group Benefits, and Mutual Funds, as well as a Corporate category. The Company includes in the Corporate category investment management fees and expenses related to managing third party business, including management of the invested assets of the Talcott Resolution life and annuity run-off business sold in the second quarter of 2018, discontinued operations related to the sale of Talcott Resolution, reserves for run-off structured settlement and terminal funding agreement liabilities, capital raising activities (including debt financing and related interest expense), purchase accounting adjustments related to goodwill and other expenses not allocated to the reporting segments. In addition, Corporate includes a 9.7% ownership interest in the limited partnership that acquired Talcott Resolution. For further discussion of continued involvement with Talcott Resolution, see Note 18 - Business Dispositions and Discontinued Operations of Notes to Condensed Consolidated Financial Statements.

The Company's revenues are generated primarily in the United States ("U.S."). Any foreign sourced revenue is immaterial.

Net Income (Loss)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2018	2017	2018	2017
Commercial Lines	\$372	\$258	\$670	\$489
Personal Lines	6	24	95	57
Property & Casualty Other Operations	5	20	22	44
Group Benefits	96	69	150	114
Mutual Funds	37	24	71	47
Corporate	66	(435)	171	(413)
Net income (loss)	\$582	\$(40)	\$1,179	\$338

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THE HARTFORD FINANCIAL SERVICES GROUP, INC.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

4. Segment Information (continued)

Revenues

	Three Months Ended June 30, 2018		Six Months Ended June 30, 2017	
Earned premiums and fee income				
Commercial Lines				
Workers' compensation	\$832	\$820	\$1,650	\$1,633
Liability	159	152	310	300
Package business	338	326	670	640
Automobile	148	161	297	322
Professional liability	63	60	125	120
Bond	61	58	119	113
Property	152	152	302	299
Total Commercial Lines	1,753	1,729	3,473	3,427
Personal Lines				
Automobile	604	660	1,211	1,322
Homeowners	262	281	524	564
Total Personal Lines [1]	866	941	1,735	1,886
Group Benefits				
Group disability	690	379	1,367	760
Group life	652	394	1,316	793
Other	59	51	119	106
Total Group Benefits	1,401	824	2,802	1,659
Mutual Funds				
Mutual fund and Exchange-Traded Products ("ETP") [2]	236	221	468	432
Talcott Resolution life and annuity separate accounts [3]	25	26	51	52
Total Mutual Funds	261	247	519	484
Corporate	4	—	6	1
Total earned premiums and fee income	4,285	3,741	8,535	7,457
Net investment income	428	395	879	805
Net realized capital gains	52	55	22	79
Other revenues	24	23	44	42
Total revenues	\$4,789	\$4,214	\$9,480	\$8,383

For the three months ended June 30, 2018 and 2017, AARP members accounted for earned premiums of \$758 and [1] \$800, respectively. For the six months ended June 30, 2018 and 2017, AARP members accounted for earned premiums of \$1.5 billion and \$1.6 billion, respectively.

Excludes distribution costs of \$46 and \$92 for the three and six months ended June 30, 2017, respectively, that [2] were previously netted against fee income and are now presented gross in insurance operating costs and other expenses.

[3] Relates to Talcott Resolution life and annuity business sold in May, 2018 that is still managed by the Company's Mutual Funds segment.

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THE HARTFORD FINANCIAL SERVICES GROUP, INC.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

5. Fair Value Measurements

The Company carries certain financial assets and liabilities at estimated fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants. Our fair value framework includes a hierarchy that gives the highest priority to the use of quoted prices in active markets, followed by the use of market observable inputs, followed by the use of unobservable inputs. The fair value hierarchy levels are as follows:

- Level 1 Fair values based primarily on unadjusted quoted prices for identical assets or liabilities, in active markets that the Company has the ability to access at the measurement date.
- Level 2 Fair values primarily based on observable inputs, other than quoted prices included in Level 1, or based on prices for similar assets and liabilities.

Fair values derived when one or more of the significant inputs are unobservable (including assumptions about risk). With little or no observable market, the determination of fair values uses considerable judgment and Level 3 represents the Company's best estimate of an amount that could be realized in a market exchange for the asset or liability. Also included are securities that are traded within illiquid markets and/or priced by independent brokers.

The Company will classify the financial asset or liability by level based upon the lowest level input that is significant to the determination of the fair value. In most cases, both observable inputs (e.g., changes in interest rates) and unobservable inputs (e.g., changes in risk assumptions) are used to determine fair values that the Company has classified within Level 3.

Assets and (Liabilities) Carried at Fair Value by Hierarchy Level as of June 30, 2018

	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets accounted for at fair value on a recurring basis				
Fixed maturities, AFS				
Asset-backed-securities ("ABS")	\$994	\$ —	\$ 937	\$ 57
Collateralized debt obligations ("CDOs")	1,089	—	930	159
Commercial mortgage-backed securities ("CMBS")	3,494	—	3,466	28
Corporate	13,349	—	12,790	559
Foreign government/government agencies	1,133	—	1,130	3
Municipal	11,142	—	11,133	9
Residential mortgage-backed securities ("RMBS")	3,207	—	2,070	1,137
U.S. Treasuries	1,786	378	1,408	—
Total fixed maturities	36,194	378	33,864	1,952
Fixed maturities, FVO	36	—	36	—
Equity securities, at fair value	1,003	892	45	66
Derivative assets				
Credit derivatives	15	—	15	—
Equity derivatives	1	—	—	1
Foreign exchange derivatives	(1)	—	(1)	—
Total derivative assets [1]	15	—	14	1
Short-term investments	3,296	861	2,435	—
Total assets accounted for at fair value on a recurring basis	\$40,544	\$ 2,131	\$ 36,394	\$ 2,019

Liabilities accounted for at fair value on a recurring basis

Derivative liabilities

Credit derivatives	(5)—	(5)—
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Foreign exchange derivatives	(11)—	(11)—
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