FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL |
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OMB Number: 3235-0287 Estimated average burden 0.5 hours per response:

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| msudction 1(b). | | | | ction 30(h) of the Inv | | npany Act of 1940 | | , | | | | | |
|--|------------|----------|------------------------|-------------------------------|-------------------|--|---|-----------------------------|------------------------------|--------------------------|--|--|--|
| 1. Name and Addre | , , | Person* | | er Name and Ticke | • | ymbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
| HESS JOHN | <u> </u> | | | <u> </u> | | | X | Director | X 10% | Owner | | | |
| (Last) | (First) | (Middle) | 3. Date | e of Earliest Transa | ction (Month/E | Day/Year) | X | Officer (give title below) | Othe belov | r (specify v) | | | |
| HESS CORPOR | RATION | | 04/08 | /2008 | | | Chairman of the Board and CEO | | | | | | |
| 1185 AVENUE | OF THE AM | IERICAS | | | | | | | | | | | |
| (Street) | | | 4. If Ar | mendment, Date of | Original Filed | (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| NEW YORK | NY | 10036 | | | | | X | Form filed by One | e Reporting Pe | rson | | | |
| , | | | | | | | | Form filed by Mor Person | e than One Re | porting | | | |
| (City) | (State) | (Zip) | | | | | | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | |
| 1. Title of Security | (Instr. 3) | | 2. Transaction Date | 2A. Deemed Execution Date, | 3. Transaction | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, | | 5. Amount of Securities | 6. Ownership Form: Direct | 7. Nature of Indirect | | | |

| (Street) NEW YORK NY (City) (State) | (Zip) | | | | | | X | Form filed by On Form filed by Mo Person | | |
|-------------------------------------|--|---|---|-----|------------------------------------|---------------|-----------|---|---|---|
| Ta | ble I - Non-Derivative S | Securities Acq | uired, | Dis | oosed of, | or Ben | eficially | 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 Disposed Of 5) | Acquired | (A) or | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock, \$1.00 par value | 04/08/2008 | | S ⁽¹⁾ | | 200 | D | \$95.64 | 1,298,369 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$96.64 | 1,298,269 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$95.62 | 1,298,169 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 300 | D | \$96.62 | 1,297,869 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 200 | D | \$96.72 | 1,297,669 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 400 | D | \$96.65 | 1,297,269 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 200 | D | \$96.87 | 1,297,069 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$97.06 | 1,296,969 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$95.87 | 1,296,869 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$97.17 | 1,296,769 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$95.96 | 1,296,669 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$96.17 | 1,296,569 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$97.61 | 1,296,469 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 200 | D | \$96.69 | 1,296,269 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$96.61 | 1,296,169 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$97.07 | 1,296,069 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 200 | D | \$96.86 | 1,295,869 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$95.86 | 1,295,769 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$96.07 | 1,295,669 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 400 | D | \$96.59 | 1,295,269 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 300 | D | \$96.51 | 1,294,969 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 400 | D | \$96.73 | 1,294,569 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$96.92 | 1,294,469 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 200 | D | \$96.13 | 1,294,269 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$95.92 | 1,294,169 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 300 | D | \$96.97 | 1,293,869 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$96.16 | 1,293,769 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$97.12 | 1,293,669 | D | |
| Common Stock, \$1.00 par value | 04/08/2008 | | S | | 100 | D | \$95.93 | 1,293,569 | D | |

| 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 Acquir Disposed Of (D) (Ins 5) | | | | | ount of ities icially d Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
| | | | | | | | | | Code | v | Amount | (A) or (D) Price | | Price | | action(s) 3 and 4) | | (Instr. 4) |
| Common Stock, \$1.00 par value | | | | 04/08 | 3/2008 | | | | S | | 300 | | D S | \$96.12 | 1,2 | 93,269(2) | D | |
| 1. Title of Derivative Security (Instr. 3) | L. Title of Derivative Conversion Date Execution of Exercise (Month/Day/Year) | | | | | | | 6. Date Ex | | | Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. P Der Sec (Ins | rice of ivative urity tr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Co | | Code | v | (A) | | Date Exercisal | | Expiration Date | Title | Numb of Share | | | | | | | | |

Explanation of Responses:

- 1. The sales of shares set forth herein are made in connection with a selling plan dated March 20, 2008 that is intended to comply with Rule 10b5-1(c).
- 2. This amount includes 305,000 shares held in escrow pursuant to the Corporation's Second Amended and Restated 1995 Long-Term Incentive Plan. The reporting person has only voting power of these shares until the lapsing of the period set by the Committee administering the Plan at which time the shares plus accrued dividends will be delivered to the reporting person if he is still an employee of the Corporation.

Remarks:

George C. Barry for John B. 04/09/2008 Hess

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.