SEC Form 4	
------------	--

 $\Box$ 

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL								
0								
OMB Number:	3235-0287							
Estimated average burden								
hours per response.	0.5							

1. Name and Address of Reporting Person <sup>*</sup> $\underline{\text{HESS JOHN B}}$		son*	2. Issuer Name and Ticker or Trading Symbol <u>HESS CORP</u> [ HES ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner						
(Last) HESS CORPOR		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/27/2007	X	Officer (give title below) Chairman of the	Board	Other (specify below)			
1185 AVENUE	OF THE AMER	ICAS	4. If Amendment, Date of Original Filed (Month/Day/Year)		vidual or Joint/Group	Filing (	Check Applicable			
(Street) NEW YORK	NY	10036		Line)	Form filed by One Form filed by More	•	•			
(City)	(State)	(Zip)			Person					

#### 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)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, \$1.00 par value	02/27/2007		S <sup>(1)</sup>		100	D	\$53.38	1,974,199	D	
Common Stock, \$1.00 par value	02/27/2007		S		600	D	\$54.56	1,973,599	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$54.27	1,973,499	D	
Common Stock, \$1.00 par value	02/27/2007		S		200	D	\$54.47	1,973,299	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$54.34	1,973,199	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$54.48	1,973,099	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$53.48	1,972,999	D	
Common Stock, \$1.00 par value	02/27/2007		S		300	D	\$54.51	1,972,699	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$53.51	1,972,599	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$54.62	1,972,499	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$55	1,972,399	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$54.78	1,972,299	D	
Common Stock, \$1.00 par value	02/27/2007	Ì	S		100	D	\$54.72	1,972,199	D	
Common Stock, \$1.00 par value	02/27/2007		S		200	D	\$53.72	1,971,999	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$54.37	1,971,899	D	
Common Stock, \$1.00 par value	02/27/2007		S		300	D	\$54.46	1,971,599	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$54.63	1,971,499	D	
Common Stock, \$1.00 par value	02/27/2007	Ì	S		100	D	\$54.54	1,971,399	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$53.54	1,971,299	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$54.5	1,971,199	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$52.58	1,971,099	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$53.58	1,970,999	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$54.11	1,970,899	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$53.92	1,970,799	D	
Common Stock, \$1.00 par value	02/27/2007		S		200	D	\$53.33	1,970,599	D	
Common Stock, \$1.00 par value	02/27/2007		S		200	D	\$53.57	1,970,399	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$53.32	1,970,299	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$53.39	1,970,199	D	
Common Stock, \$1.00 par value	02/27/2007		S		100	D	\$53.36	1,970,099	D	

Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year	3. Transa Code ( 8) Code		4. Securiti Disposed 5) Amount	Of (D) (I (A) (D)	Instr. 3, 4 a	Ind Secu Ben Own Rep	nount of irities eficially ed Following orted saction(s) r. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
Common Stock, \$1.00 par value         02/27/2007			v		(D)	or Pric	Tran	saction(s)		(11311.4)					
Common Stock, \$1.00 par value 02/27/2007		S		200	Т										
			Common Stock, \$1.00 par value 02/27/2007 S S 200 D \$53.22 1,969,899 <sup>(2)</sup> D												
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. Transactio Code (Instr         1. Title of Derivative Security       2. Conversion or Exercise (Month/Day/Year)       3A. Deemed Execution Date, if any (Month/Day/Year)       4. Transaction Code (Instr	s, warrants, 5. Number of		S, CO xercisa n Date ay/Yea	able and	7. Title Amoun Securit Underly Derivat	and at of ties ying	-	9. Number o	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) 11. Nature of Indirect Ownership (Instr. 4)						

#### Explanation of Responses:

1. The sales of shares set forth herein are made in connection with a selling plan dated August 1, 2006, as amended February 5, 2007, that is intended to comply with Rule 10b5-1(c).

2. This amount includes 715,000 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.

**Hess** 

02/28/2007

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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.