FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden
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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).

## 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

|  |                  |                | suer Name <b>and</b> Ticl                                   |   | ding :  | Symbol                                 |               | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |  |  |   |  |  |
|--|------------------|----------------|---|---|---------|--|---------------|---|--|--|---|--|--|
| TIESS SOLIN B  |                  |                | ate of Earliest Trans                                       |   | Month.  | /Day/Vear)                             |               | _ X   | Director   | X 10% (  | Owner   |  |  |
| (Last) (First) (   | Middle)          |                | 05/2007   | saction (iv                             | ionin   | Day/Teal)                              |               | X   | Officer (give title below)                                       | Other<br>below   | (specify<br>)                                       |  |  |
| HESS CORPORATION   |                  |                |   |   |         |  |               |   | Chairman of th   | e Board and C  | CEO   |  |  |
| 1185 AVENUE OF THE AMERICA                                 | S                | 4. If <i>i</i> | Amendment, Date   | of Origina                              | ıl File | d (Month/Day                           | /Year)        |   | ividual or Joint/Grou  | p Filing (Check  | Applicable  |  |  |
| (Street)   |                  |                |   |   |         |  |               | Line)   | Form filed by On   | e Reporting Per  | son   |  |  |
| NEW YORK NY 1  | 0036             |                |   |   |         |  |               | Form filed by More than One Reporting Person                            |  |  |   |  |  |
| (City) (State) (   |                  |                |   |   |         |  |               |   |  |  |   |  |  |
| Tabl   | e I - Non-Deriva | tive           | Securities Acc  | quired,                                 | Dis     | posed of,                              | or Ben        | eficially   | Owned  |  |   |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Da |                  |                | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |         | 4. Securities<br>Disposed Of<br>and 5) |               |   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |  |
|  |                  |                |   | Code                                    | v       | Amount                                 | (A) or<br>(D) | Price   | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                   | (Instr. 4)   | (Instr. 4)  |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | <b>M</b> <sup>(1)</sup>                 |         | 30,000                                 | A             | \$17.67   | 1,181,570  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | <b>S</b> <sup>(2)</sup>                 |         | 700                                    | D             | \$61  | 1,180,870  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 400                                    | D             | \$61.08   | 1,180,470  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 500                                    | D             | \$60.99   | 1,179,970  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 300                                    | D             | \$61.1  | 1,179,670  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 600                                    | D             | \$61.18   | 1,179,070  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 100                                    | D             | \$60.85   | 1,178,970  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 300                                    | D             | \$61.4  | 1,178,670  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 700                                    | D             | \$61.13   | 1,177,970  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 300                                    | D             | \$60.92   | 1,177,670  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 500                                    | D             | \$61.02   | 1,177,170  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 400                                    | D             | \$61.11   | 1,176,770  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 400                                    | D             | \$60.98   | 1,176,370  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 200                                    | D             | \$60.9  | 1,176,170  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 600                                    | D             | \$61.19   | 1,175,570  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 700                                    | D             | \$61.12   | 1,174,870  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 500                                    | D             | \$60.93   | 1,174,370  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 600                                    | D             | \$61.15   | 1,173,770  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 700                                    | D             | \$60.94   | 1,173,070  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 400                                    | D             | \$61.41   | 1,172,670  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 400                                    | D             | \$61.44   | 1,172,270  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 300                                    | D             | \$61.43   | 1,171,970  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 800                                    | D             | \$61.36   | 1,171,170  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 600                                    | D             | \$61.32   | 1,170,570  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 700                                    | D             | \$61.37   | 1,169,870  | D  |   |  |  |
| Common Stock, \$1.00 par value                             | 09/05/20         | 07             |   | S                                       |         | 400                                    | D             | \$61.28   | 1,169,470  | D  |   |  |  |
|  |                  |                |   |   |         |  |               |   |  |  |   |  |  |

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |   |  |      |   |  |  |   |  |            |           |  |  |
|--|---|--|------|---|--|--|---|--|------------|-----------|--|--|
| 1. Title of Security (Instr. 3)  | r. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  3. Transaction Code (Instr. 8)  4. Securitie Disposed Code (Instr. 8) |  |      |   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |            |           |  |  |
|  |   |  | Code | v | Amount   | (A) or<br>(D)  | Price   | Reported<br>Transaction(s)<br>(Instr. 3 and 4) | (Instr. 4) | (mstr. 4) |  |  |
| Common Stock, \$1.00 par value   | 09/05/2007  |  | S    |   | 700  | D  | \$61.2  | 1,168,770                                      | D          |           |  |  |
| Common Stock, \$1.00 par value   | 09/05/2007  |  | S    |   | 700  | D  | \$61.26   | 1,168,070                                      | D          |           |  |  |
| Common Stock, \$1.00 par value   | 09/05/2007  |  | S    |   | 400  | D  | \$61.21   | 1,167,670                                      | D          |           |  |  |
| Common Stock, \$1.00 par value   | 09/05/2007  |  | S    |   | 300  | D  | \$61.29   | 1,167,370(3)                                   | D          |           |  |  |

| Table II - Derivative Securities Acquired, | Disposed of, or Beneficially Owned |
|--|------------------------------------|
| (e.g., puts, calls, warrants, opti         | ons. convertible securities)       |

|   | (1.3.) Factor, carrier, epitical, epi |  |   |                                  |   |                                       |   |   |                    |   |  |  |  |   |  |
|---|---|--|---|----------------------------------|---|---------------------------------------|---|---|--------------------|---|--|--|--|---|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) |   | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transact<br>Code (In<br>8) |   | of<br>Der<br>Sec<br>Acq<br>(A)<br>Dis | ivative<br>urities<br>juired<br>or<br>posed<br>D) | Expiration Date (Month/Day/Year) ities red sed 3, 4 |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |  | 8. Price<br>of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                             | v | (A)                                   | (D)   | Date<br>Exercisable                                 | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |  |  |   |  |
| Option to<br>purchase<br>Common<br>Stock            | \$17.67   | 09/05/2007                                 |   | М                                |   |                                       | 30,000  | 01/05/1999  | 01/05/2008         | Common<br>Stock,<br>\$1.00 par<br>value   | 30,000                                 | \$0.00   | 13,900   | D   |  |

## Explanation of Responses:

- 1. Common Stock acquired upon exercise of options granted under the Corporation's Second Amended and Restated 1995 Long-Term Incentive Plan.
- 2. The sales of shares set forth herein are made in connection with a selling plan dated July 30, 2007 that is intended to comply with Rule 10b5-1(c).
- 3. This amount includes 595,000 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. <u>Hess</u>

09/06/2007

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.

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