FORM 4

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

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

5. Relationship of Reporting Person(s) to Issuer

## 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 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name **and** Ticker or Trading Symbol

1. Name and Address of Reporting Person*  HESS JOHN B			suer Name <b>and</b> Tick SS CORP [ H		ading	Symbol		Relationship of Reporting Person(s) to Issuer neck all applicable)  X Director X 10% Owner  Officer (give title Check Conscitute)				
(Last) (First) HESS CORPORATION 1185 AVENUE OF THE AMERIC		ate of Earliest Trans 3/2007	action (I	Month	n/Day/Year)		X Officer (give title below)  Chairman of the	e Other (specify below) he Board and CEO				
(Street) NEW YORK NY	4. If A	Amendment, Date o	f Origina	al File	d (Month/Day		6. Individual or Joint/Group Filing (Check Applicable Line)     X    Form filed by One Reporting Person     Form filed by More than One Reporting Person					
(City) (State)	(Zip)	4:	O					6: . : .	. II			
1. Title of Security (Instr. 3)	2. Transact Date (Month/Day	Execution Date, if any		3. Transaction Code (Instr. 8)		4. Securities Acquired Disposed Of (D) (Instr. 5)		l (A) or	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)			
Common Stock, \$1.00 par value	03/23/2	007		S <sup>(1)</sup>		600	D	\$55.9	95 11,757,579	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2	007		S		500	D	\$56.0	06 11,757,079	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2	007		S		800	D	\$55.8	11,756,279	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2	007		S		200	D	\$56.0	11,756,079	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2	007		S		200	D	\$55.8	32 11,755,879	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2	007		S		200	D	\$56.0	11,755,679	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2	007		S		300	D	\$55.8	35 11,755,379	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2	007		S		100	D	\$56.0	05 11,755,279	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2	007		S		300	D	\$55.8	34 11,754,979	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2	007		S		100	D	\$56.	1 11,754,879	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
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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)		(11301.4)	
Common Stock, \$1.00 par value	03/23/2007		S		100	D	\$56.18	11,754,779	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		300	D	\$55.99	11,754,479	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		1,000	D	\$55.91	11,753,479	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		100	D	\$56.22	11,753,379	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		100	D	\$56.2	11,753,279	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		100	D	\$56.28	11,753,179	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		100	D	\$56.23	11,753,079	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		100	D	\$56.27	11,752,979	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		100	D	\$56.3	11,752,879	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		100	D	\$55.38	11,752,779	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		100	D	\$56.32	11,752,679	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		100	D	\$56.13	11,752,579	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		1,000	D	\$55.92	11,751,579	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		700	D	\$55.94	11,750,879	I	Charitable Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value	03/23/2007		S		700	D	\$55.93	11,750,179	I	Charitable Lead Annuity Trust <sup>(2)</sup>	

1. Title of Security (Instr. 3)					ction ay/Year)	Exe if ar	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
							minbuyrreary	Code	v	Amount	(A) or (D)	Pri	ce	Reporte Transac	Reported ransaction(s) Instr. 3 and 4)	(1) (1113.11.4)	(Instr. 4)	
Common Stock, \$1.00 par value				03/23	/2007				S		100	D	\$5	55.96	11,7	50,079	I	Charitabl Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value				03/23/2007					s		400	D	\$5	55.83	11,7	49,679	I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value				03/23/2007					S		600	D	\$5	55.78	11,749,079		I	Charitable Lead Annuity Trust <sup>(2)</sup>
Common Stock, \$1.00 par value			03/23/2007					S		500	D	\$	55.7	11,7	′48,579	I	Charitabl Lead Annuity Trust <sup>(2)</sup>	
Common Stock, \$1.00 par value				03/23	/2007				S		100	D	\$5	55.88	11,7	48,479	I	Charitabl Lead Annuity Trust <sup>(2)</sup>
		Та									osed of, convertib				Owned			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/D	emed 4.			5. Nun of Deriva Securi Acquii (A) or Dispos of (D) (Instr. and 5)	itive ities red sed 3, 4	6. Date Expirati (Month/	ion Da		7. Title a Amount Securiti Underly Derivati Security and 4)	t of es ring ve	De Se (In	Price of erivative derivative security securities Securities Beneficiall Owned Following Reported Transactio (Instr. 4)		Ownershi Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date		Amou or Numb of Share:	er				

## **Explanation of Responses:**

## Remarks:

George C. Barry for John B. Hess

03/26/2007

\*\* 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.

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.

<sup>1.</sup> The sales of shares set forth herein are made in connection with a selling plan by the charitable lead annuity trust referred to below dated August 1, 2006, as amended February 5, 2007, that is intended to comply with Rule 10b5-1(c).

<sup>2.</sup> Held by a previously reported charitable lead annuity trust established under the will of Leon Hess. The reporting person is one of five trustees of the trust.