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 hours per response: 0.5

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

Common Stock, \$1.00 par value

Common Stock, \$1.00 par value

Common Stock, \$1.00 par value

04/15/2008

04/15/2008

04/15/2008

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

1. Name and Address of Reporting Person*  HESS JOHN B			uer Name <b>and</b> Tick SS CORP [ HI		ading (	Symbol							
(Last) (First) (Middle) HESS CORPORATION 1185 AVENUE OF THE AMERICAS			te of Earliest Transa 5/2008	action (N	Month/	Day/Year)	X	X Officer (give title Other (specify below)  Chairman of the Board and CEO					
- IIII THE THE THIRD I		4. If A	mendment, Date of	Origina	ıl Filed	i (Month/Day/	Year)		vidual or Joint/Group	Filing (Check A	Applicable		
(Street) NEW YORK NY	10036	_					Line)	X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State)	(Zip)												
Ta	able I - Non-Der	ivative \$	Securities Acq	uired	, Dis	posed of,	or Ben	eficially	Owned				
1. Title of Security (Instr. 3)		saction n/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3,		(A) or 3, 4 and 5)	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	04/1	15/2008		S <sup>(1)</sup>		200	D	\$103.07	1,311,369	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		100	D	\$103.84	1,311,269	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		200	D	\$102.78	1,311,069	D			
Common Stock, \$1.00 par value	04/3	15/2008		S		100	D	\$101.78	1,310,969	D			
Common Stock, \$1.00 par value	04/3	15/2008		S		200	D	\$101.76	1,310,769	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		100	D	\$101.75	1,310,669	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		100	D	\$100.73	1,310,569	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		200	D	\$101.7	1,310,369	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		100	D	\$101.73	1,310,269	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		100	D	\$101.79	1,310,169	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		300	D	\$102.72	1,309,869	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		100	D	\$102.7	1,309,769	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		200	D	\$102.46	1,309,569	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		200	D	\$102.48	1,309,369	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		200	D	\$102.49	1,309,169	D			
Common Stock, \$1.00 par value	04/3	15/2008		S		800	D	\$101.4	1,308,369	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		100	D	\$100.44	1,308,269	D			
Common Stock, \$1.00 par value 04/15/2		15/2008		S		300	D	\$101.43	1,307,969	D			
Common Stock, \$1.00 par value 04/15/2		15/2008		S		600	D	\$101.44	1,307,369	D			
Common Stock, \$1.00 par value	04/3	15/2008		S		700	D	\$101.46	1,306,669	D			
Common Stock, \$1.00 par value 04/15/2		15/2008		S		900	D	\$101.42	1,305,769	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		400	D	\$101.48	1,305,369	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		700	D	\$101.49	1,304,669	D			
Common Stock, \$1.00 par value	04/1	15/2008		S		400	D	\$101.41	1,304,269	D			
Common Stock, \$1.00 par value	04/	15/2008		S		500	D	\$101.45	1,303,769	D			
Common Stock, \$1.00 par value	04/2	15/2008		S		500	D	\$101.47	1,303,269	D			

S

S

S

200

300

600

D

D

D

\$102.4

\$102.42

\$102.43

1,303,069

1,302,769

1,302,169

D

D

D

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)			0	2. Transaction Date (Month/Day/Year)		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 ar				Securi Benefi Owner	ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code V		Amount		or Price		Reported Transaction(s) (Instr. 3 and 4)			(111501.4)
Common Stock, \$1.00 par value				04/15/20	5/2008				S		100	I	\$	102.44	1,302,069(2)		D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date, Tra	nsacti de (Ins	ion str.	5. Numbo of Derivativ Securitie Acquirec (A) or Dispose of (D) (Instr. 3, and 5)	ve es d	6. Date E Expiratio (Month/D	on Dat		7. Title Amou Securi Under Deriva Securi and 4)	nt of ties lying tive ty (Insti	Deri 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)

## **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:

<u>George C. Barry for John B.</u> <u>Hess</u> <u>04/16/2008</u>

\*\* 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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