| 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 | | | | | | | | | |
|-------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | |
| Estimated average burde | en | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | |

| I. Nume and Address of Reporting reison | | | 2. Issuer Name and Ticker or Trading Symbol HESS CORP [HES] | | tionship of Reporting all applicable) Director | , , | | |
|--|---------------|----------------|--|------------------------|---|--------|-------------------------------------|--|
| (Last) (First) (Middle) HESS CORPORATION 1185 AVENUE OF THE AMERICAS | | · · · | 3. Date of Earliest Transaction (Month/Day/Year) 04/11/2008 | X | Officer (give title below) Chairman of the | Board | Other (specify below) and CEO | |
| (Street) NEW YORK (City) | NY (State) | 10036 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | idual or Joint/Group F Form filed by One I Form filed by More Person | Report | ing 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. Transa Code (8) | | 4. Securities Disposed O 5) | | | 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 | 04/11/2008 | | S ⁽¹⁾ | | 300 | D | \$95.11 | 10,906,929 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | S | | 100 | D | \$93.1 | 10,906,829 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | S | | 100 | D | \$93.79 | 10,906,729 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | S | | 100 | D | \$95.23 | 10,906,629 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | S | | 100 | D | \$95.63 | 10,906,529 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 100 | D | \$96.37 | 10,906,429 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 200 | D | \$93.22 | 10,906,229 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 400 | D | \$94.53 | 10,905,829 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 100 | D | \$93.48 | 10,905,729 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | S | | 100 | D | \$95.76 | 10,905,629 | I | Charitable Lead Annuity Trust |

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1 Two securities 2 Two securities | | | | | | | | | | | | |
|--|--|---|------------------------------|--|------------------------------------|------------------------|------------------------|---|---|---|--|--|
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | 4. Securities Disposed Of 5) | Acquired (D) (Instr | l (A) or . 3, 4 and | 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 | 04/11/2008 | | s | | 100 | D | \$92.95 | 10,905,529 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | S | | 100 | D | \$93.4 | 10,905,429 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | S | | 200 | D | \$93.71 | 10,905,229 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 100 | D | \$92.96 | 10,905,129 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 100 | D | \$95.15 | 10,905,029 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 100 | D | \$95.19 | 10,904,929 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 100 | D | \$96.25 | 10,904,829 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 200 | D | \$92.97 | 10,904,629 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 200 | D | \$94.25 | 10,904,429 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 200 | D | \$95.05 | 10,904,229 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 100 | D | \$92.81 | 10,904,129 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 100 | D | \$92.97 | 10,904,029 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 100 | D | \$94.26 | 10,903,929 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 200 | D | \$95.05 | 10,903,729 | I | Charitable Lead Annuity Trust | | |
| Common Stock, \$1.00 par value | 04/11/2008 | | s | | 100 | D | \$92.79 | 10,903,629 | I | Charitable Lead Annuity Trust | | |

| 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 O 5) | s Acquirec f (D) (Instr | d (A) or r. 3, 4 and | 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) | | (1150.4) |
| Common Stock, \$1.00 par value | 04/11/2008 | | S | | 100 | D | \$95.19 | 10,903,529 | Ι | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | S | | 100 | D | \$95.58 | 10,903,429 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | S | | 100 | D | \$95.89 | 10,903,329 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | S | | 100 | D | \$92.95 | 10,903,229 | I | Charitable Lead Annuity Trust |
| Common Stock, \$1.00 par value | 04/11/2008 | | S | | 200 | D | \$94.34 | 10,903,029 ⁽²⁾ | I | Charitable Lead Annuity Trust |

| 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. Transa Code (8) | | of Deriv Secu Acqu (A) or Dispo of (D) (Instr | 5. Number of Expiration Date (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 7. Title Amour Securi Under Deriva Securi and 4) | nt of ties lying tive ty (Instr. 3 | Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | Ownership Form: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|--|---|---------------------|--------------------|--|--|--------------------------------------|--|----------------------------------|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. 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 March 20, 2008 that is intended to comply with Rule 10b5-1(c). 2. 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.

Remarks:

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

04/14/2008

** 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.