SEC Form 4	
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## 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 bu	ırden								
hours per response:	0.5								

1. Name and Address of Reporting Person <sup>*</sup> HESS JOHN B			2. Issuer Name <b>and</b> Ticker or Trading Symbol HESS CORP [HES]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
				X	Director	Х	10% Owner			
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	<b>-</b> x	Officer (give title below)		Other (specify below)			
HESS CORPORATION			03/07/2007		Chairman of the Board and CEO					
1185 AVENUE	OF THE AM	ERICAS								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Grou	o Filing (	(Check Applicable			
NEW YORK	NY	10036		X	Form filed by On	e Repor	ting Person			
					Form filed by Mo Person	re than	One Reporting			
(City)	(State)	(Zip)								

## 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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 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)		(1130.4)
Common Stock, \$1.00 par value	03/07/2007		S <sup>(1)</sup>		200	D	\$52.67	1,906,299	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$52.73	1,906,199	D	
Common Stock, \$1.00 par value	03/07/2007		S		200	D	\$52.91	1,905,999	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$53.1	1,905,899	D	
Common Stock, \$1.00 par value	03/07/2007		S		200	D	\$52.99	1,905,699	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$52.18	1,905,599	D	
Common Stock, \$1.00 par value	03/07/2007		S		200	D	\$53.19	1,905,399	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$53.11	1,905,299	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$52.9	1,905,199	D	
Common Stock, \$1.00 par value	03/07/2007		S		300	D	\$53.06	1,904,899	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$53.07	1,904,799	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$53.13	1,904,699	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$52.92	1,904,599	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$53	1,904,499	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$52.81	1,904,399	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$53.04	1,904,299	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$52.69	1,904,199	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$52.33	1,904,099	D	
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$52.32	1,903,999 <sup>(2)</sup>	D	
Common Stock, \$1.00 par value	03/07/2007		S <sup>(3)</sup>		100	D	\$51.28	12,113,079	I	Charitabl Lead Annuity Trust <sup>(4)</sup>
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$52.28	12,112,979	Ι	Charitabl Lead Annuity Trust <sup>(4)</sup>
Common Stock, \$1.00 par value	03/07/2007		s		200	D	\$53.2	12,112,779	I	Charitabl Lead Annuity Trust <sup>(4)</sup>

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)					5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		(1150.4)		
Common Stock, \$1.00 par value	03/07/2007		s		100	D	\$51.26	12,112,679	I	Charitable Lead Annuity Trust <sup>(4)</sup>		
Common Stock, \$1.00 par value	03/07/2007		s		400	D	\$52.26	12,112,279	I	Charitable Lead Annuity Trust <sup>(4)</sup>		
Common Stock, \$1.00 par value	03/07/2007		s		300	D	\$51.39	12,111,979	I	Charitable Lead Annuity Trust <sup>(4)</sup>		
Common Stock, \$1.00 par value	03/07/2007		S		800	D	\$52.39	12,111,179	I	Charitable Lead Annuity Trust <sup>(4)</sup>		
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$51.63	12,111,079	I	Charitable Lead Annuity Trust <sup>(4)</sup>		
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$52.63	12,110,979	I	Charitable Lead Annuity Trust <sup>(4)</sup>		
Common Stock, \$1.00 par value	03/07/2007		s		100	D	\$51.52	12,110,879	I	Charitable Lead Annuity Trust <sup>(4)</sup>		
Common Stock, \$1.00 par value	03/07/2007		S		100	D	\$52.52	12,110,779	I	Charitable Lead Annuity Trust <sup>(4)</sup>		

 

 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 Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year) curities quired ) or sposed (D) str. 3, 4		Expiration Date		Expiration Date Amount of (Month/Day/Year) Securities Underlying Derivative			Amount of Securities Underlying Derivative Security (Instr. 3		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	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 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. 3. 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).

4. 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>

03/08/2007

\*\* 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.