FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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Check this box if no longer subject to	
Section 16. Form 4 or Form 5	
bligations may continue. See	
activistics 1/b)	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	VAL
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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* $\underline{HESS\ JOHN\ B}$					2. Issuer Name and Ticker or Trading Symbol HESS CORP [HES]									heck al		,	-	rson(s) to Is		
(Last) (First) (Middle) HESS CORPORATION 1185 AVENUE OF THE AMERICAS						3. Date of Earliest Transaction (Month/Day/Year) 09/10/2009									^ k	elow	,	Во	Other (specify below) Board and CEO	
(Street) NEW YORK NY 10036 (City) (State) (Zip)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									ne) <mark>X</mark> I	ual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Tabl	e I - Nor	n-Deriv	ative	Se	curitie	s Ac	quired,	Dis	posed o	f, or l	Bene	ficia	ılly Oı	vne	d			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da					Execution Date,		Code (Transaction Disposed Code (Instr. 5)			ities Acquired (A) d Of (D) (Instr. 3, 4			ecurit enefic	rities eficially ed Following		wnership m: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A	() or ()	Price	Tr	ansaction(s) astr. 3 and 4)				(111511.4)
Common	Stock, \$1.0	0 par value		09/10)/2009	2009		J ⁽¹⁾		500,000		D	\$0.00		535,505 ⁽²⁾		D			
Common Stock, \$1.00 par value 09/10/2)/2009	/2009		J ⁽¹⁾		500,000		A	\$0.00		500,000 ⁽³⁾			I	See Note 3	
		Та									sed of, onvertib				/ Own	ed	,			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Date Execution Date, if any (Month/Day/Year) if any (Month/Day/Year) (Month/Day/Year) Execution Date, if any (Month/Day/Year) Solution				of Deriv Secu Acqu (A) or Dispo of (D) (Instr	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)							8. Price Derivat Securit (Instr. 5	ive deriva y Securi i) Benefi Owned Follow Repor Transa	9. Number of derivative Securities Beneficially Owned Following Reported Transaction((Instr. 4)	([(10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code			Date Expiration		Expiration Date	Title	Num of Shar								

Explanation of Responses:

- 1. Distributed to a newly established trust referred to in Note 3. This transaction represents a change only in the nature of beneficial ownership.
- 2. This amount includes 284,150 shares held in escrow pursuant to the Corporation's 2008 Long Term Incentive Plan and 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. Held by a newly established trust established for the benefit of the reporting person. The reporting person is the trustee of the trust.

Remarks:

George C. Barry for John B.

09/11/2009

Hess

** 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.