

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>Hill Gregory P.</u>			2. Issuer Name and Ticker or Trading Symbol <u>HESS CORP [ HES ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>COO and President, E&amp;P</u>			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/16/2019</u>						
<u>HESS CORPORATION</u> <u>1185 AVENUE OF THE AMERICAS</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person			
(Street)	(City)	(State)	(Zip)						
<u>NEW YORK</u>	<u>NY</u>	<u>10036</u>							
(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 Transaction(s) (Instr. 3 and 4)	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			
Common Stock, \$1.00 par value	05/16/2019		M <sup>(1)</sup>		23,632	A	\$44.31	104,316	D	
Common Stock, \$1.00 par value	05/16/2019		S		23,632	D	\$66.62 <sup>(2)</sup>	80,684	D	
Common Stock, \$1.00 par value	05/16/2019		M <sup>(1)</sup>		23,632	A	\$44.31	104,316	D	
Common Stock, \$1.00 par value	05/16/2019		S		23,632	D	\$66.62 <sup>(2)</sup>	80,684	D	
Common Stock, \$1.00 par value	05/16/2019		M <sup>(1)</sup>		16,542	A	\$44.31	97,226	D	
Common Stock, \$1.00 par value	05/16/2019		S		16,542	D	\$66.62 <sup>(2)</sup>	80,684	D	
Common Stock, \$1.00 par value	05/16/2019		G	V	3,760	D	\$0.00	76,924 <sup>(3)</sup>	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 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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Derivative Security (Instr. 3 and 4)		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				
Option to purchase Common Stock	\$44.31	05/16/2019		M			23,632	03/01/2017	03/01/2026	Common Stock, \$1.00 par value	23,632	\$0.00	0	D	
Option to purchase Common Stock	\$44.31	05/16/2019		M			23,632	03/01/2018	03/01/2026	Common Stock, \$1.00 par value	23,632	\$0.00	0	D	
Option to purchase Common Stock	\$44.31	05/16/2019		M			16,542	03/01/2019	03/01/2026	Common Stock, \$1.00 par value	16,542	\$0.00	7,090	D	

**Explanation of Responses:**

- Common Stock acquired upon exercise of options granted under the Corporation's Long-Term Incentive Plans.
- The reported sales transactions were executed at prices ranging from \$66.57 to \$66.71. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide, upon request, to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares and prices at which the transactions were affected.
- This amount includes 35,824 shares held in escrow pursuant to the Corporation's Long-Term Incentive Plans. The reporting person has only voting power of these shares until 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:**

Barry Schachter for Gregory P. Hill 05/17/2019

\*\* 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.

