FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## 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										
Estimated average burden										
hours per response: 0.5										

1. Name and Address of Reporting Person*  HESS JOHN B	<u>H</u>	SSUER NAME and Tic ESS CORP [ H	IES ]			(Che	elationship of Report eck all applicable)  X Director  Officer (give title below)	X 10%	Owner er (specify	
(Last) (First) (Middle) HESS CORPORATION 1185 AVENUE OF THE AMERICAS		Date of Earliest Trans /15/2008	saction	(Monti	n/Day/Year)			Chairman of t		•
(Street) NEW YORK NY 10036 (City) (State) (Zip)	4.1	f Amendment, Date (	of Origir	nal File	ed (Month/Da	y/Year)	Line	X Form filed by O	up Filing (Check ne Reporting Pe lore than One Re	erson
Table I - N	on-Derivativ	e Securities Ac	quire	d, Di	sposed of	f, or Be	neficiall	y 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 Of	f (D) (Instr	I (A) or . 3, 4 and 5)	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	04/15/2008		S <sup>(1)</sup>		100	D	\$100.68	10,855,029	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/15/2008		S		200	D	\$101.69	10,854,829	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$102.69	10,854,729	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$102.61	10,854,629	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$102.6	10,854,529	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$100.98	10,854,429	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/15/2008		S		200	D	\$100.99	10,854,229	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/15/2008		S		200	D	\$101.11	10,854,029	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$100.96	10,853,929	I	Charitable Lead Annuity Trust
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$101.18	10,853,829	I	Charitable Lead Annuity Trust

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)		(,		
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$101.98	10,853,729	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$102.14	10,853,629	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$102.9	10,853,529	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$103.16	10,853,429	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		S		200	D	\$101.27	10,853,229	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		S		200	D	\$101.23	10,853,029	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$101.22	10,852,929	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$102.21	10,852,829	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		s		100	D	\$101.79	10,852,729	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$101.48	10,852,629	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$101.4	10,852,529	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$101.41	10,852,429	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		S		100	D	\$102.41	10,852,329	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		s		100	D	\$102.43	10,852,229	I	Charitable Lead Annuity Trust		
Common Stock, \$1.00 par value	04/15/2008		S		200	D	\$103.45	10,852,029	I	Charitable Lead Annuity Trust		

1. Title of S	Security (Inst	r. 3)	2. Transaction Date (Month/Day/Year)    Code (Instr. 8)   Code (Instr. 8)							Benefic	ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
									Code	v	Amount	(A) or (D)	Price	Transa	ea ction(s) 3 and 4)		(Instr. 4)
Common	Stock, \$1.0	00 par value		04/15/				S		100	D	\$103.4	9 10,8	351,929	I	Charitabl Lead Annuity Trust	
Common	Stock, \$1.0	0 par value		04/15/	2008				S		200	D	\$102.9	7 10,8	351,729	I	Charitabl Lead Annuity Trust
Common	nmon Stock, \$1.00 par value			04/15/	2008				S		100	D	\$101.9	1 10,8	351,629	I	Charitabl Lead Annuity Trust
Common	Stock, \$1.0	0 par value		04/15/	2008				S		200	D	\$100.9	7 10,8	351,429	I	Charitabl Lead Annuity Trust
Common Stock, \$1.00 par value			04/15/	2008				S		100	D	\$100.9	8 10,8	51,329 <sup>(2)</sup>	I	Charitabl Lead Annuity Trust	
		Ta	able II -								osed of, convertib			Owned	I		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Dee Execution if any (Month/	med	4. Transac Code (I 8)	ction	5. Num of Derivat Securit Acquire (A) or Dispos of (D) (Instr. 3 and 5)	ber ive ies ed ed	6. Date Exe Expiration I (Month/Day		isable and	7. Title a Amount Securitie Underlyi Derivativ Security and 4)	of es ing	8. Price of Derivative Security (Instr. 5)		Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownershi (Instr. 4)
					Code	v	(A) (	(D)	Date Exercis	abla	Expiration Date		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:

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

\*\* 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.