| 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 |
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| 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 | | | | | | | | |

| 1. Name and Address of Reporting Person* $\underline{\text{HESS JOHN B}}$ | | | 2. Issuer Name and Ticker or Trading Symbol HESS CORP [HES] | 5. Rela (Check | n(s) to Issuer 10% Owner | | |
|--|---------------|----------------|--|------------------------|--|--------|-------------------------------------|
| (Last) (First) (Middle) HESS CORPORATION 1185 AVENUE OF THE AMERICAS | | · · · | 3. Date of Earliest Transaction (Month/Day/Year) 03/28/2007 | X | Officer (give title Other | | 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 | vidual or Joint/Group f Form filed by One I Form filed by More Person | Report | ting 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 Of 5) | Acquired (D) (Instr | l (A) or . 3, 4 and | 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 | 03/28/2007 | | S ⁽¹⁾ | | 100 | D | \$57.43 | 11,609,079 | I | Charitable Lead Annuity Trust ⁽²⁾ |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 100 | D | \$57.48 | 11,608,979 | I | Charitable Lead Annuity Trust ⁽²⁾ |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 100 | D | \$57.39 | 11,608,879 | I | Charitable Lead Annuity Trust ⁽²⁾ |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 100 | D | \$57.31 | 11,608,779 | I | Charitable Lead Annuity Trust ⁽²⁾ |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 100 | D | \$56.76 | 11,608,679 | I | Charitable Lead Annuity Trust ⁽²⁾ |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 100 | D | \$57.32 | 11,608,579 | I | Charitable Lead Annuity Trust ⁽²⁾ |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 100 | D | \$57.33 | 11,608,479 | I | Charitable Lead Annuity Trust ⁽²⁾ |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 100 | D | \$57.21 | 11,608,379 | I | Charitable Lead Annuity Trust ⁽²⁾ |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 200 | D | \$57.29 | 11,608,179 | I | Charitable Lead Annuity Trust ⁽²⁾ |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 600 | D | \$57.25 | 11,607,579 | I | Charitable Lead Annuity Trust ⁽²⁾ |

| 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 | 03/28/2007 | | s | | 100 | D | \$57.22 | 11,607,479 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | S | | 200 | D | \$57.1 | 11,607,279 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | S | | 800 | D | \$57.18 | 11,606,479 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | S | | 400 | D | \$56.91 | 11,606,079 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | S | | 300 | D | \$56.99 | 11,605,779 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | S | | 300 | D | \$57.04 | 11,605,479 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 400 | D | \$56.85 | 11,605,079 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 200 | D | \$57.08 | 11,604,879 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 700 | D | \$56.81 | 11,604,179 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 400 | D | \$57 | 11,603,779 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 500 | D | \$56.89 | 11,603,279 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 500 | D | \$57.19 | 11,602,779 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 100 | D | \$57.11 | 11,602,679 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 600 | D | \$56.9 | 11,602,079 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 700 | D | \$56.98 | 11,601,379 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1 Travertice 1 < | | | | | | | | | | | | |
|---|--|---|-------------|---|---|---------------|---------|---|---|---|--|--|
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Transaction | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 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) | | (Instr. 4) | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 200 | D | \$57.13 | 11,601,179 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 700 | D | \$56.92 | 11,600,479 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 700 | D | \$57.09 | 11,599,779 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 500 | D | \$56.88 | 11,599,279 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |
| Common Stock, \$1.00 par value | 03/28/2007 | | s | | 400 | D | \$56.8 | 11,598,879 | I | Charitable Lead Annuity Trust ⁽²⁾ | | |

(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. Transa Code (8) | | of Deriv Secu Acqu (A) of Dispo of (D) (Instr | 5. Number of Expiration Date (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Expiration Date Amount of | | | 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 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).

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

03/29/2007 Date

** Signature of Reporting Person

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.

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