FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPRO	VAL			
	OMB Number:	3235-0287			
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l	hours per response:	0.5			

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						HESS CORP [ HES ]									(Check all applicable)				
HESS JOHN B							,									ctor	X 10% C		
(Last)	(F	irst)	(Middle)		3. [	3. Date of Earliest Transaction (Month/Day/Year)									X Offic	er (give title w)	otner below)	(specify )	
HESS CO	ORPORAT:	04	04/04/2008									Chairman of the Board and CEO							
1185 AV	ENUE OF	THE AMERICA	$\vdash$																
(Street)			-   4.	4. If Amendment, Date of Original Filed (Month/Day/Year)									ndividual or Joint/Group Filing (Check Applicable e)						
NEW YO	ORK N												-	Reporting Pers					
			-										Pers		e than One Rep	orting			
(City)	(S		(Zip)																
		Tab	le I - No			_				Dis	posed o								
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) of Disposed Of (D) (Instr. 3, 4			A) or 3, 4 and	5) Secur Benef Owne	icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Edit Beneficial Ownership		
							Code	v	Amount	(	(A) or (D)	Price	Repor Transa (Instr.	ted action(s) 3 and 4)		(Instr. 4)			
Common	Stock, \$1.0	00 par value		04/04/2008							200		D	\$96.2	6 1,2	280,669	D		
Common	Stock, \$1.0		04/04/2008							100		D	\$96.38		280,569	D			
Common	Stock, \$1.0		04/04/2008					S		100		D	\$96.5	3 1,2	280,469	D			
Common	Stock, \$1.0		04/04/2008					S		100		D	\$95.5	3 1,2	280,369	D			
Common		04/04/2008					S		200		D	\$96.85	55 1,2	280,169	D				
Common	04/04	/2008				S		200		D	\$95.8	6 1,2	279,969	D					
Common	04/04	/2008				S		100		D	\$96.5	5 1,2	279,869	D					
Common	04/04	/2008	2008			S		300		D	\$96.45		279,569	D					
Common		/2008				S		200		D	\$96.2	7 1,2	279,369	D					
Common	04/04	)4/2008				S		100	100 D		\$95.2	7 1,2	279,269	D					
Common Stock, \$1.00 par value 04/04						$\perp$			S		100		D	\$95.4	9 1,2	279,169	D		
Common	Stock, \$1.0	/2008	2008			S		100 D \$		\$95.3		79,069 <sup>(2)</sup>	D						
		Т									osed of, onvertib				Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deen Executio if any (Month/D	n Date,	4. Trans Code 8)		on of		6. Date Exerci Expiration Dat (Month/Day/Ye		e	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		1 5	8. Price of Derivative Security Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction( (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v			Date Exercisa		Expiration Date	Title	or Nun of	.						

## **Explanation of Responses:**

- 1. The sales of shares set forth herein are made in connection with a selling plan dated March 20, 2008 that is intended to comply with Rule 10b5-1(c).
- 2. This amount includes 305,000 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.

## Remarks:

George C. Barry for John B.

04/07/2008

**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.