| 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 bur | den | | | | | | | |
| hours ner resnonse. | 05 | | | | | | | |

| 1. Nume and Address of Reporting Letson | | Person* | 2. Issuer Name and Ticker or Trading Symbol <u>HESS CORP</u> [HES] | (Chec | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
|---|-----------|----------|--|------------------|--|----------|--------------------------|--|--|--|--|
| <u>11200 00111</u> | | | | X | Director | Х | 10% Owner | | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | - x | Officer (give title below) | | Other (specify below) | | | | |
| | | | 04/02/2008 | | Chairman of the Board and CEO | | | | | | |
| 1185 AVENUE | OF THE AM | ERICAS | | | | | | | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indi Line) | vidual or Joint/Grou | p Filing | (Check Applicable | | | | |
| NEW YORK | NY | 10036 | | X | Form filed by Or | e Repor | ting Person | | | | |
| | | | | | Form filed by Mo Person | re than | One Reporting | | | | |
| (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 Disposed Of 5) | Acquired (D) (Instr | (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 | 04/02/2008 | | S ⁽¹⁾ | | 100 | D | \$94.52 | 1,295,469 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 400 | D | \$92.49 | 1,295,069 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 200 | D | \$92.41 | 1,294,869 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 200 | D | \$93.41 | 1,294,669 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$94.41 | 1,294,569 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 200 | D | \$94.49 | 1,294,369 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 200 | D | \$92.47 | 1,294,169 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 300 | D | \$93.47 | 1,293,869 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 200 | D | \$92.36 | 1,293,669 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 500 | D | \$93.36 | 1,293,169 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$92.33 | 1,293,069 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$93.33 | 1,292,969 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$92.39 | 1,292,869 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$92.31 | 1,292,769 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 500 | D | \$93.31 | 1,292,269 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 600 | D | \$93.39 | 1,291,669 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 200 | D | \$92.46 | 1,291,469 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$93.46 | 1,291,369 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$92.22 | 1,291,269 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$93.22 | 1,291,169 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 200 | D | \$94.22 | 1,290,969 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$92.24 | 1,290,869 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$93.24 | 1,290,769 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$92.02 | 1,290,669 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 200 | D | \$92.83 | 1,290,469 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$93.83 | 1,290,369 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$92.05 | 1,290,269 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | S | | 100 | D | \$92.84 | 1,290,169 | D | |
| Common Stock, \$1.00 par value | 04/02/2008 | | s | | 100 | D | \$94.05 | 1,290,069 | D | |

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|--|--|--------------------------|--|--|-----------------------------|--|--|--------------------------|------|---|------------------------------|----------|-------------|--|-------|-----------------------|---------------------------|----------|--|-----------------------------|--|--|------------------------|--|--|------------------------------|--|--|---------------------|--------|-----|-----------------------------|-------------------------------|--|-------------------------------|--|--|--|----------------|------------------------|---|---|
| 1. Title of Security (Instr. 3) | | e of Security (Instr. 3) | | | itle of Security (Instr. 3) | | | e of Security (Instr. 3) | | | Title of Security (Instr. 3) | | | . Title of Security (Instr. 3) | | | le of Security (Instr. 3) | | | ïtle of Security (Instr. 3) | | | of Security (Instr. 3) | | | Fitle of Security (Instr. 3) | | | saction /Day/Yea | ar) if | any | ned n Date, vay/Year) | 3. Transa Code (I 8) | | 4. Securiti Disposed 5) | | | | Secur Benef | icially d Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | | | Code | v | Amount | (A (D | () or)) | Price | Trans | action(s) 3 and 4) | | (1130.4) | | | | | | | | | | | | | | | | | | | | | | | | |
| Common Stock, \$1.00 par value 04/02/2008 s 100 D \$92.06 1,289,969 ⁽²⁾ 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 Price of 3. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date (Month/Day/Year) 4. Transaction Code (Instr. 3) 5. Number of Derivative Securities 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Underlying 8. Price of Derivative Securities 9. Number of derivative Securities Direct (D) 10. Ownership Direct (D) 11. Nation Ownership Direct (D) | | | | | | | | | | | | | | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

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.

Hess

04/03/2008

** 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.