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HESS COR	Р										
Form 4											
February 06											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION							OMB AF	APPROVAL			
			Was	shington,	D.C. 20	549			Number:	3235-0287	
Check the if no lon	ger								Expires:	January 31, 2005	
Subject to				GES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated average burden hours per		
Form 5		rsuant to S	Section 1	6(a) of the	e Securit	ies E	xchange	e Act of 1934,	response	0.5	
obligatio may con <i>See</i> Instr 1(b).	ons Section 170	(a) of the	Public U		ding Com	ipany	Act of	1935 or Section	1		
(Print or Type	Responses)										
OCONNOR JOHN J Symbol				er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
			HESS C	CORP [HI	ES]			(Check	c all applicable)	
(Last)	(First) (Middle)		f Earliest Tr	ransaction			V D'	100	0	
	RPORATION, 11 OF THE AMERI		(Month/E 02/04/2	-				_X_ Director _X_ Officer (give below) Executiv		Owner er (specify ent	
				endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)			
NEW YOR	K, NY 10036							_X_ Form filed by O Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	Derivative S	Securi	ties Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	rity (Month/Day/Year) Execution Date, if			3.4. Securities AcquiredTransaction(A) or Disposed of (D)Code(Instr. 3, 4 and 5)(Instr. 8)				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)	
Common				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(1150.4)		
Stock, \$1.00 par value	02/04/2008			S <u>(1)</u>	36,799	D	\$ 90.88	385,281 <u>(2)</u>	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
r g -	Director	10% Owner	Officer	Other		
OCONNOR JOHN J HESS CORPORATION 1185 AVENUE OF THE AMERICAS NEW YORK, NY 10036	Х		Executive Vice President			
Signatures						
George C. Barry for John J. O'Connor	02/06	/2008				
**Signature of Reporting Person	Da	te				

Explanation of Responses:

- * 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).
- (1) Shares sold to satisfy tax withholding on vesting of shares of restricted stock.

This amount includes 292,000 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 lapsing of the period set by the Committee administering

(2) Interface rule, the reporting period has only found power of mess shares and happing of the period set by the committee damaged in the period set by the period set b

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.