FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

Check this box if no longer subject to 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

1. Name and Address of Reporting Person [*] HESS JOHN B				2. Issuer Name and Ticker or Trading Symbol HESS CORP [HES]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner					
(Last) HESS CORP	(First) ORATION	(Middle)		ate of Earliest Trans 10/2009	action (Month/	Day/Year)		X	Officer (give title below) Chairman of th		Other below	(specify		
1185 AVENUE OF THE AMERICAS				Amendment, Date c	ndment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicabl Line)						Applicable			
(Street)								Х	Form filed by Or	e Repor	ting Per	son		
NEW YORK	NY	10036							Form filed by Mo Person	re than	One Rep	orting		
(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)		3. Transaction Code (Instr. 8)		Disposed Of (D) (Instr. 3, 4			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock, \$1.00 par value	09/10/2009		J ⁽¹⁾		500,000	D	\$0.00	535,505 ⁽²⁾	D	
Common Stock, \$1.00 par value	09/10/2009		J ⁽¹⁾		500,000	Α	\$0.00	500,000 ⁽³⁾	Ι	See Note 3

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 7. Title and 5. Number 6. Date Exercisable and 3. Transaction 3A. Deemed 8. Price 9. Number of 10 11. Nature Derivative Conversion Date Execution Date Transaction of Expiration Date Amount of of derivative Ownership of Indirect or Exercise (Month/Day/Year) Derivative (Month/Day/Year) Securities Derivative Securities Beneficial Security if any Code (Instr. Form: Direct (D) (Instr. 3) Price of (Month/Day/Year 8) Securities Underlying Security Beneficially Ownership Derivative Acquired Derivative (Instr. 5) or Indirect (Instr. 4) Owned Security (A) or Security (Instr. Following (I) (Instr. Disposed 3 and 4) Reported 4) Transaction(s) of (D) (Instr. 3, 4 (Instr. 4) and 5) Amount Number Date Expiration Code v (A) (D) Exercisable Date Title Shares

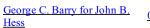
Explanation of Responses:

1. Distributed to a newly established trust referred to in Note 3. This transaction represents a change only in the nature of beneficial ownership.

2. This amount includes 284,150 shares held in escrow pursuant to the Corporation's 2008 Long Term Incentive Plan and 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.

3. Held by a newly established trust established for the benefit of the reporting person. The reporting person is the trustee of the trust.

Remarks:



09/11/2009

** 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.