

OMB APPROVAL	
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**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>HESS JOHN B</u>  (Last) (First) (Middle) HESS CORPORATION 1185 AVENUE OF THE AMERICAS  (Street) NEW YORK NY 10036  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HESS CORP [ HES ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)  Chief Executive Officer
	3. Date of Earliest Transaction (Month/Day/Year) 01/31/2023	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$1.00 par value	01/31/2023		M		109,649 <sup>(1)</sup>	A	\$0.00	229,959 <sup>(2)</sup>	D	
Common Stock, \$1.00 par value	02/01/2023		S		109,649	D	\$144.81	898,752	I <sup>(3)</sup>	See Note 3
Common Stock, \$1.00 par value	02/02/2023		s <sup>(4)</sup>		109,649 <sup>(5)</sup>	D	\$139.29	120,310	D	
Common Stock, \$1.00 par value	02/02/2023		s <sup>(4)</sup>		109,649	D	\$139.09	789,103	I <sup>(3)</sup>	See Note 3

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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				
2020 Performance Share Unit	\$0.00	01/31/2023		M			87,719	(6)	(6)	Common Stock, \$1.00 par value	109,649	\$0.00	0	D	

**Explanation of Responses:**

- Represents shares of Hess Corporation common stock earned upon vesting of Performance Share Units granted on March 6, 2020, based on the relative performance of total shareholder return of Hess common stock compared with that of its peers over the three-year performance period ending December 31, 2022.
- This amount includes 55,429 shares that were distributed from a previously reported grantor retained annuity trust established for the benefit of the reporting person and his children.
- Held by a limited liability company, for which the reporting person serves as investment manager. These shares were previously reported as held directly by a trust for the benefit of the reporting person. The trust is the sole member of the limited liability company.
- The sale of shares set forth herein are made in connection with a selling plan dated December 19, 2022 that is intended to comply with Rule 10b5-1(c).
- Includes 59,555 shares sold solely to satisfy tax withholding on vesting of shares of Hess Corporation common stock earned from Performance Share Units.
- Each Performance Share Unit entitles the holder to a payout of shares of Hess common stock equal to between 0% and 200% of such Performance Share Unit depending on the relative performance of the total shareholder return of Hess common stock compared with that of its peers over a three year performance period ending December 31, 2022, as more particularly described in the applicable award agreement.

**Remarks:**

Barry Schachter for John B. Hess 02/02/2023

\*\* 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.