HESS CORP
Form 4
December 11, 2006

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HESS JOHN B

(Last) (First) (Middle)

C/O HESS CORPORATION, 1185 AVENUE OF THE AMERICAS

(Street)

NEW YORK, NY 10036

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
HESS CORP [AHC]

3. Date of Earliest Transaction (Month/Day/Year)
12/08/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director __X__ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman of the Board & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, $1.00 par value	12/08/2006		S (1)		500	D	$ 52.9	12,704,479	I	Note (2)
Common Stock, $1.00 par value	12/08/2006		S		100	D	$ 52.01	12,704,379	I	Note (2)
Common Stock, $1.00 par value	12/08/2006		S		300	D	$ 51.89	12,704,079	I	Note (2)
Common Stock, $1.00	12/08/2006		S		200	D	$ 52.08	12,703,879	I	Note (2)

par value								
Common Stock, $1.00 par value	12/08/2006	S	500	D	$ 51.95	12,703,379	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	200	D	$ 52.14	12,703,179	I	Note (2)
Common Stock,$1.00 par value	12/08/2006	S	200	D	$ 52.17	12,702,979	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	100	D	$ 52.03	12,702,879	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	200	D	$ 52.06	12,702,679	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	100	D	$ 51.87	12,702,579	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	400	D	$ 51.98	12,702,179	I	Note (2)
Common Stock,$1.00 par value	12/08/2006	S	400	D	$ 51.9	12,701,779	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	200	D	$ 52.11	12,701,579	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	100	D	$ 52.12	12,701,479	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	100	D	$ 52.21	12,701,379	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	200	D	$ 52.16	12,701,179	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	100	D	$ 52.15	12,701,079	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	300	D	$ 52.07	12,700,779	I	Note (2)

Common Stock, $1.00 par value	12/08/2006	S	200	D	$ 51.86	12,700,579	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	100	D	$ 52.22	12,700,479	I	Note (2)
Common Stock,$1.00 par value	12/08/2006	S	100	D	$ 52.2	12,700,379	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	200	D	$ 51.92	12,700,179	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	100	D	$ 51.64	12,700,079	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	100	D	$ 51.6	12,699,979	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	200	D	$ 51.68	12,699,779	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	100	D	$ 51.54	12,699,679	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	200	D	$ 51.74	12,699,479	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	100	D	$ 51.75	12,699,379	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	100	D	$ 51.78	12,699,279	I	Note (2)
Common Stock, $1.00 par value	12/08/2006	S	100	D	$ 51.77	12,699,179	I	Note (2)

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. 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 Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur 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			
	Director	10% Owner	Officer	Other
HESS JOHN B C/O HESS CORPORATION 1185 AVENUE OF THE AMERICAS NEW YORK, NY 10036	X	X	Chairman of the Board & CEO	

Signatures

George C. Barry for John B. Hess	12/11/2006
**Signature of Reporting Person	Date

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) The sale of shares set forth herein are made in connection with a selling plan by the charitable lead annuity trust referred to below dated August 1, 2006 that is intended to comply with Rule 10b5-1(c).

(2) Held by a previously reported chariable lead annuity trust established under the will of Leon Hess. The reporting person is one of five trustees of the trust.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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