**HESS CORP** Form 4 July 02, 2015

## FORM 4

### **OMB APPROVAL**

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

Form 4 or Form 5 obligations may continue. **SECURITIES** 

Estimated average burden hours per response... 0.5

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Hill Gregory P.

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(First) (Middle) (Last)

HESS CORP [HES]

(Check all applicable)

HESS CORPORATION, 1185

(Street)

(State)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year) 06/30/2015

Director 10% Owner X\_ Officer (give title Other (specify below) below)

COO and President, E&P

AVENUE OF THE AMERICAS

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

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

NEW YORK, NY 10036

1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4)

> Reported (A) Transaction(s)

(Instr. 3 and 4) Amount (D) Price

\$0

Common

(City)

Stock. 06/30/2015

D

<u>(1)</u> 3,800

67,749 (2)

D

\$1.00 par value

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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 | 2.          | 3. Transaction Date | 3A. Deemed         | 4.                    | 5.                     | 6. Date Exerc    | cisable and | 7. Title              | and      | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|-----------------------|------------------------|------------------|-------------|-----------------------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | TransactionNumber     |                        | Expiration D     | ate         | Amoun                 | t of     | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code                  | of                     | (Month/Day/      | Year)       | Underly               | ying     | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) Derivative |                        | e                |             | Securit               | ies      | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |                       | Securities<br>Acquired |                  |             | (Instr. 3             | 3 and 4) |             | Own    |
|             | Security    |                     |                    |                       |                        |                  |             |                       |          |             | Follo  |
|             | •           |                     |                    |                       | (A) or                 |                  |             |                       |          |             | Repo   |
|             |             |                     |                    |                       | Disposed               |                  |             |                       |          |             | Trans  |
|             |             |                     |                    |                       | of (D)                 |                  |             |                       |          |             | (Instr |
|             |             |                     |                    |                       | (Instr. 3,             |                  |             |                       |          |             |        |
|             |             |                     |                    |                       | 4, and 5)              |                  |             |                       |          |             |        |
|             |             |                     |                    |                       |                        |                  |             |                       | A manuat |             |        |
|             |             |                     |                    |                       |                        |                  |             |                       | Amount   |             |        |
|             |             |                     |                    |                       | Date                   | Date             | Expiration  | Or<br>Title Nesselves |          |             |        |
|             |             |                     |                    |                       |                        | Exercisable Date | Date        |                       | Number   |             |        |
|             |             |                     |                    | C + V                 | (A) (D)                |                  |             |                       | of       |             |        |
|             |             |                     |                    | Code V                | (A) (D)                |                  |             |                       | Shares   |             |        |

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Hill Gregory P. **HESS CORPORATION** 1185 AVENUE OF THE AMERICAS NEW YORK, NY 10036

COO and President, E&P

## **Signatures**

George C. Barry for Gregory 07/02/2015 P. Hill

\*\*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) Voluntary reporting.

HILL - This amount includes 45,562 shares held in escrow pursuant to the Corporation's 2008 Long-Term Incentive Plan. The reporting

(2) person has only voting power of these shares until 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.

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.

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