

HESS CORP  
Form 3  
December 10, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

|  |          |                                      |  |  |
|--|----------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person *      |          | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol      |  |
| Â Turner Michael R                             |          | (Month/Day/Year)                     | HESS CORP [HES]                                  |  |
| (Last)   | (First)  | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|  |          | 12/02/2014                           |  |  |
| HESS CORPORATION,Â 1185 AVENUE OF THE AMERICAS |          |                                      | (Check all applicable)                           |  |
|  | (Street) |                                      | <input type="checkbox"/> Director                | <input type="checkbox"/> 10% Owner                                     |
|  |          |                                      | <input checked="" type="checkbox"/> Officer      | <input type="checkbox"/> Other   |
|  |          |                                      | (give title below)                               | (specify below)  |
|  |          |                                      | Senior Vice President                            |  |
|  |          |                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|  |          |                                      |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|  |          |                                      |  | <input type="checkbox"/> Form filed by More than One Reporting Person  |
| NEW YORK,Â NYÂ 10036                           |          |                                      |  |  |
| (City)   | (State)  | (Zip)                                |  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock, \$1.00 par value  | 40,401  | D <sup>(1)</sup>   | Â   |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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|   | Date<br>Exercisable | Expiration<br>Date | Amount or<br>Number of<br>Shares        |                   | or Indirect<br>(I)<br>(Instr. 5) |     |
|---|---------------------|--------------------|---|-------------------|----------------------------------|-----|
| 2014 Performance Share<br>Unit <u>(2)</u> | 03/04/2014          | ∞ <u>(3)</u>       | Common<br>Stock,<br>\$1.00 par<br>value | 11,680 <u>(2)</u> | \$ 0                             | D ∞ |
| Option to purchase<br>Common Stock        | 03/04/2015          | 03/04/2024         | Common<br>Stock,<br>\$1.00 par<br>value | 4,409             | \$ 80.35                         | D ∞ |
| Option to purchase<br>Common Stock        | 03/04/2016          | 03/04/2024         | Common<br>Stock,<br>\$1.00 par<br>value | 4,409             | \$ 80.35                         | D ∞ |
| Option to purchase<br>Common Stock        | 03/04/2017          | 03/04/2024         | Common<br>Stock,<br>\$1.00 par<br>value | 4,410             | \$ 80.35                         | D ∞ |
| 2013 Performance Share<br>Unit <u>(4)</u> | 03/06/2013          | ∞ <u>(3)</u>       | Common<br>Stock,<br>\$1.00 par<br>value | 11,066 <u>(4)</u> | \$ 0                             | D ∞ |
| Option to purchase<br>Common Stock        | 02/02/2012          | 02/02/2021         | Common<br>Stock,<br>\$1.00 par<br>value | 7,220             | \$ 83.88                         | D ∞ |
| Option to purchase<br>Common Stock        | 02/02/2013          | 02/02/2021         | Common<br>Stock,<br>\$1.00 par<br>value | 7,220             | \$ 83.88                         | D ∞ |
| Option to purchase<br>Common Stock        | 02/02/2014          | 02/02/2021         | Common<br>Stock,<br>\$1.00 par<br>value | 7,220             | \$ 83.88                         | D ∞ |
| Performance Share Unit<br><u>(5)</u>      | 03/07/2012          | ∞ <u>(3)</u>       | Common<br>Stock,<br>\$1.00 par<br>value | 8,847 <u>(5)</u>  | \$ 0                             | D ∞ |
| Option to purchase<br>Common Stock        | 02/03/2011          | 02/03/2020         | Common<br>Stock,<br>\$1.00 par<br>value | 10,115            | \$ 60.07                         | D ∞ |
| Option to purchase<br>Common Stock        | 02/03/2012          | 02/03/2020         | Common<br>Stock,<br>\$1.00 par          | 10,115            | \$ 60.07                         | D ∞ |



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- (5) 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, 2014, as more particularly described in the applicable award agreement.

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.