FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APP | ROVAL |
|---------------------|-----------|
| OMB Number: | 3235-0287 |
| Estimated average I | hurden |

0.5

hours per response:

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 $\mathsf{Person}^{^\star}$

C/O AMERADA HESS CORPORATION 1185 AVENUE OF THE AMERICAS

(First) (Middle)

HESS JOHN B

(Last)

| Filea | or Section 30(h) of the Investment Company Act of 1940 | | <u> </u> | | | | | |
|-------|---|---|---|---------|-----------------------|--|--|--|
| | 2. Issuer Name and Ticker or Trading Symbol AMERADA HESS CORP [AHC] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
| | indiano della [mie] | X | Director | X | 10% Owner | | | |
| | 3. Date of Earliest Transaction (Month/Day/Year) 06/07/2005 | X | Officer (give title below) Chairman of | f the E | Other (specify below) | | | |
| | | | | | | | | |
| _ | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| | | X Form filed by One Reporting Person | | | | | | |

| (0) | | | 4. If Ar | mendment, Date of | Original | Filed | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
|---------------------------------|------------------|-------------------------------|----------|---|---|-------|--|---|---|--|---|---|--|--|
| (Street) NEW YORK | NY | 10036 | | | | | | 1 ′ | X Form filed by One Reporting Person | | | | | |
| | | | | | | | | | Form filed by More than One Reporting Person | | | | | |
| (City) | (State) | (Zip) | | | | | | | | | | | | |
| | | Table I - Non-Deriv | | | | Dis | | | | Owned 5. Amount of | : | 1 | | |
| 1. Title of Security (Instr. 3) | | 2. Transa Date (Month/D | | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired Disposed Of (D) (Instr 5) | | (A) or 3, 4 and | Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (111501.4) | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | M | | 4,000 | A | \$54.75 | 455,196 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S ⁽¹⁾ | | 100 | D | \$97.83 | 455,096 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.69 | 454,996 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.66 | 454,896 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 200 | D | \$97.9 | 454,696 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.05 | 454,596 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.3 | 454,496 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.46 | 454,396 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 200 | D | \$97.7 | 454,196 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 200 | D | \$98.07 | 453,996 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 200 | D | \$97.5 | 453,796 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.07 | 453,696 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 200 | D | \$97.21 | 453,496 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.81 | 453,396 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.71 | 453,296 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.12 | 453,196 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 200 | D | \$97.72 | 452,996 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.65 | 452,896 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 200 | D | \$98.34 | 452,696 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.06 | 452,596 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.8 | 452,496 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.77 | 452,396 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.76 | 452,296 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.87 | 452,196 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 300 | D | \$97.51 | 451,896 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$98.05 | 451,796 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.47 | 451,696 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 200 | D | \$97.88 | 451,496 | D | | | |
| Common Stock, | \$1.00 par value | 06/07 | /2005 | | S | | 100 | D | \$97.35 | 451,396 | D | | | |

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | |
|--|--|--|------|-----------------|---|---------------|--------|---|---|---|--|--|
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | | ction Instr. | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | | |
| Common Stock, \$1.00 par value | 06/07/2005 | | S | | 200 | D | \$97.4 | 451,196 ⁽²⁾ | D | | | |

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. Transa Code (8) | | of Deri Sec Acq (A) (Disp of (I | oosed D) tr. 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | te Amount of | | ount of urities Security (Instr. 5) vative Security | | 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 | | | | |
| Option to purchase common stock | \$54.75 | 06/07/2005 | | M | | | 4,000 | 12/18/1996 | 12/18/2005 | Common Stock, \$1.00 par value | 4,000 | \$0 | 24,200 | D | |

Explanation of Responses:

- 1. The sales of shares set forth herein are made in connection with a selling plan dated May 5, 2005 that is intended to comply with Rule 10b5-1(c).
- 2. This amount includes 228,000 shares held in escrow pursuant to the Corporation's 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.

George C. Barry for John B. 06/08/2005 **Hess**

** 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.