FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPRO                | OVAL      |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |
| hours per response:      | 0.5       |  |  |  |  |  |  |  |

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* <u>HESS JOHN B</u>                      |  |  |   |  |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol AMERADA HESS CORP [ AHC ] |   |     |  |        |                    |   |               |                     |                   | all app   |   | g Pers  | 10% C    | wner   |  |
|--|--|--|---|--|--|--|---|-----|--|--------|--------------------|---|---------------|---------------------|-------------------|---|---|---|----------|--|--|
| (Last) (First) (Middle) C/O AMERADA HESS CORPORATION 1185 AVENUE OF THE AMERICAS |  |  |   |  |  |  | 3. Date of Earliest Transaction (Month/Day/Year) 08/12/2005 |     |  |        |                    |   |               |                     |                   | X Officer (give title below) Other (specify below)  Chairman of the Board |   |   |          |  |  |
| (Street) NEW YORK NY 10036  (City) (State) (Zip)                                 |  |  |   |  | 4. If Amendment, Date of Original Filed (Month/Day/Year) |  |   |     |  |        |                    |   |               |                     | Indiv<br>ne)<br>X | ·   |   |   |          |  |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |  |   |  |  |  |   |     |  |        |                    |   |               |                     |                   |   |   |   |          |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Da                       |  |  |   |  |  | Execution Date   |   |     | Transaction Disposed O Code (Instr. 5) |        |                    | ties Acquired (A)<br>I Of (D) (Instr. 3, 4  |               |                     | and Secu<br>Bene  |   | cially<br>I Following   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |          | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership                |  |
|  |  |  |   |  |  |  |   |     |  | v      | Amount (A) o (D)   |   | (A) or<br>(D) | Price               | •                 | Transa  | ction(s)<br>3 and 4)  |   |          | (Instr. 4)   |  |
| Common Stock, \$1.00 par value 08/12/2   |  |  |   |  |  |  | 2005  |     | J <sup>(1)</sup>                       |        | 625,000            |   | D             | \$0                 |                   | 1,347,747   |   |   | I        | See<br>Note <sup>(2)</sup>   |  |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |   |  |  |  |   |     |  |        |                    |   |               |                     |                   |   |   |   |          |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                              | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |  | 4.<br>Transaction<br>Code (Instr<br>8)                   |  |   |     | 6. Date E<br>Expiratio<br>(Month/D     | n Date | е                  | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4) |               | str. 3              | Deriv<br>Secu     | rice of<br>ivative<br>curity<br>tr. 5)                                    | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Owners<br>Form:<br>Direct (<br>or Indir<br>(I) (Inst              | wnership | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|  |  |  |   |  | Code   | v  | (A)   | (D) | Date<br>Exercisal                      |        | Expiration<br>Date | Title   | or            | ount<br>nber<br>res |                   |   |   |   |          |  |  |

## **Explanation of Responses:**

- 1. Distributed from a previously reported trust referred to in Note 2 to an individual who is not a reporting person under Rule 16.
- 2. Held by a previously reported trust established by the reporting person for the benefit of his mother. The reporting person is one of five trustees of the trust.

George C. Barry for John B. **Hess** 

08/16/2005

\*\* 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.