UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q

/x/ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarter ended March 31, 1997

or

/ / TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _______________ to _______________

COMMISSION FILE NUMBER 1-1204

AMERADA HESS CORPORATION
(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction of incorporation or organization)

13-4921002
(I.R.S. employer identification number)

1185 AVENUE OF THE AMERICAS, NEW YORK, N.Y.
(Address of principal executive offices)
10036
(Zip code)

(Registrant's telephone number, including area code is (212) 997-8500)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by the Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X No

At March 31, 1997, 92,806,305 shares of Common Stock were outstanding.

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements.

AMERADA HESS CORPORATION AND CONSOLIDATED SUBSIDIARIES
STATEMENT OF CONSOLIDATED INCOME
Three Months Ended March 31
(in thousands, except per share data)

	1997	1996
REVENUES		
Sales (excluding excise taxes) and other operating revenues	$2,396,830	$2,214,537
Non-operating revenues	19,268	18,011
Total revenues	2,416,098	2,232,548
COSTS AND EXPENSES		
Cost of products sold and operating expenses	1,870,899	1,644,871
Exploration expenses, including dry holes	50,180	61,686
Selling, general and administrative expenses	149,074	150,132
Interest expense	33,652	52,805
Depreciation, depletion, amortization and lease impairment	197,495	201,549
Provision for income taxes	110,210	55,528
Total costs and expenses	2,411,510	2,166,571
NET INCOME	$ 4,588	$ 65,977
NET INCOME PER SHARE	$ .05	$ .71
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING	93,010	93,001
COMMON STOCK DIVIDENDS PER SHARE	$ .15	$ .15

See accompanying notes to consolidated financial statements.

PART I - FINANCIAL INFORMATION (CONT'D.)

AMERADA HESS CORPORATION AND CONSOLIDATED SUBSIDIARIES
CONSOLIDATED BALANCE SHEET
(in thousands of dollars)

A S S E T S

	March 31, 1997	December 31, 1996
CURRENT ASSETS		
Cash and cash equivalents	$ 299,727	$ 112,522
Accounts receivable	673,636	848,129
Inventories	966,254	1,272,312
Other current assets	141,638	193,881
Total current assets	2,081,255	2,426,844
INVESTMENTS AND ADVANCES	215,860	218,573
PROPERTY, PLANT AND EQUIPMENT		
Total - at cost	11,847,685	11,902,419
Less reserves for depreciation, depletion, amortization and lease impairment	7,023,692	6,995,136
Property, plant and equipment - net	4,823,993	4,907,283
DEFERRED INCOME TAXES AND OTHER ASSETS	257,747	231,781
TOTAL ASSETS	$ 7,378,855	$ 7,784,481

L I A B I L I T I E S   A N D   S T O C K H O L D E R S ' E Q U I T Y

	March 31, 1997	December 31, 1996
CURRENT LIABILITIES		
Accounts payable - trade	$ 531,658	$ 666,172
Accrued liabilities	459,295	501,369
Deferred revenue	50,403	103,031
Taxes payable	340,412	258,723
Notes payable	--	18,000
Current maturities of long-term debt	189,685	189,685
Total current liabilities	1,571,453	1,736,980
LONG-TERM DEBT	1,504,665	1,660,998
CAPITALIZED LEASE OBLIGATIONS	48,737	50,818
DEFERRED LIABILITIES AND CREDITS		
Deferred income taxes	593,114	616,900
Other	341,917	335,154
Total deferred liabilities and credits	935,031	952,054
STOCKHOLDERS' EQUITY		
Preferred stock, par value $1.00 Authorized - 20,000,000 shares for issuance in series	--	--
Common stock, par value $1.00 Authorized - 200,000,000 shares Issued - 92,806,305 shares at March 31, 1997; 93,073,305 shares at December 31, 1996	92,806	93,073
Capital in excess of par value	752,498	754,559
Retained earnings	2,592,023	2,613,920
Equity adjustment from foreign currency translation	(118,358)	(77,921)
Total stockholders' equity	3,318,969	3,383,631
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 7,378,855	$ 7,784,481

See accompanying notes to consolidated financial statements.

PART I - FINANCIAL INFORMATION (CONT'D.)

AMERADA HESS CORPORATION AND CONSOLIDATED SUBSIDIARIES
STATEMENT OF CONSOLIDATED CASH FLOWS
Three Months Ended March 31
(in thousands)

	1997	1996
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	$ 4,588	$ 65,977
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation, depletion, amortization and lease impairment	197,495	201,549
Exploratory dry hole costs	24,926	39,199
Changes in operating assets and liabilities	388,024	(47,487)
Deferred income taxes and other items	(2,317)	(35,374)
Net cash provided by operating activities	612,716	223,864
CASH FLOWS FROM INVESTING ACTIVITIES		
Capital expenditures	(219,537)	(158,190)
Proceeds from asset sales and other	12,101	11,873
Net cash used in investing activities	(207,436)	(146,317)
CASH FLOWS FROM FINANCING ACTIVITIES		
Decrease in notes payable	(18,000)	(68,556)
Long-term borrowings	--	196,866
Repayment of long-term debt	(156,524)	(163,828)
Cash dividends paid	(27,893)	(27,868)
Common stock acquired	(13,936)	--
Net cash used in financing activities	(216,353)	(63,386)
EFFECT OF EXCHANGE RATE CHANGES ON CASH	(1,722)	1,460
NET INCREASE IN CASH AND CASH EQUIVALENTS	187,205	15,621
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	112,522	56,071
CASH AND CASH EQUIVALENTS AT END OF PERIOD	$ 299,727	$ 71,692

See accompanying notes to consolidated financial statements.

PART I - FINANCIAL INFORMATION (CONT'D.)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(in thousands)

Note 1 - The financial statements included in this report reflect all normal and recurring adjustments which, in the opinion of management, are necessary for a fair presentation of the Company's consolidated financial position at March 31, 1997 and December 31, 1996, and the consolidated results of operations and the consolidated cash flows for the three-month periods ended March 31, 1997 and 1996. The unaudited results of operations for the interim periods reported are not necessarily indicative of results to be expected for the full year.

Certain notes and other information have been condensed or omitted from these interim financial statements. Such statements, therefore, should be read in conjunction with the consolidated financial statements and related notes included in the 1996 Annual Report to Stockholders, which have been incorporated by reference in the Corporation's Form 10-K for the year ended December 31, 1996.

Note 2 - Inventories consist of the following:

	March 31, 1997	December 31, 1996
Crude oil and other charge stocks	$340,291	$ 441,071
Refined and other finished products	530,998	734,141
Materials and supplies	94,965	97,100
Total inventories	$966,254	$1,272,312

Note 3 - The provision for income taxes consisted of the following:

	Three months ended March 31	
	1997	1996
Current	$100,786	$ 75,784
Deferred	9,424	(20,256)
Total	$110,210	$ 55,528

Note 4 - Foreign currency exchange transactions are reflected in selling, general and administrative expenses. The net effect, after applicable income taxes, amounted to gains of $1,383 and $2,127, respectively, for the three-month periods ended March 31, 1997 and 1996.

PART I - FINANCIAL INFORMATION (CONT'D.)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(in thousands)

Note 5 - The Corporation uses futures, forwards, options and swaps to reduce the impact of fluctuations in the prices of crude oil, natural gas and refined products. These contracts correlate to movements in the value of inventory and the prices of crude oil and natural gas, and as hedges, any resulting gains or losses are recorded as part of the hedged transaction. Net deferred gains resulting from the Corporation's petroleum hedging activities were approximately $11,000 at March 31, 1997, including $10,000 of unrealized gains.

Note 6 - Interest cost related to certain long-term construction projects has been capitalized in accordance with FAS No. 34. During the quarter ended March 31, 1997, $1,517 of interest cost was capitalized. There was no interest capitalized for the corresponding period of 1996.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

RESULTS OF OPERATIONS

Net income for the first quarter of 1997 amounted to $5 million ($.05 per share) compared with net income of $66 million ($.71 per share) in the first quarter of 1996.

The after-tax results by major operating activity for the first quarters of 1997 and 1996 were as follows (in millions):

	Three months ended March 31	
	1997	1996
Exploration and production	$ 97	$ 68
Refining, marketing and shipping	(56)	44
Corporate	(7)	(5)
Interest expense	(29)	(41)
	$ 5	$ 66

Earnings from exploration and production activities increased by $29 million in the first quarter of 1997, primarily due to higher average worldwide crude oil selling prices. The Corporation's average selling prices, including the effects of hedging, were as follows:

	Three months ended March 31	
	1997	1996
Crude oil and natural gas liquids (per barrel)		
United States	$ 20.68	$ 15.81
Foreign	21.43	18.21
Natural gas (per Mcf)		
United States (*)	2.73	2.63
Foreign	2.36	1.73

(*) Includes sales of purchased gas.

A portion of the increase in the United States crude oil selling price indicated above reflects improved hedging results in 1997. The increase in the average foreign natural gas price in 1997 reflects the absence of sales of lower priced Canadian gas as a result of the sale of the Corporation's Canadian operations in April 1996.

RESULTS OF OPERATIONS - (CONTINUED)

The Corporation's net daily worldwide production was as follows:

	Three months ended March 31	
	1997	1996
Crude oil and natural gas liquids (barrels per day)		
United States	42,876	57,176
Foreign	191,878	197,424
Total	234,754	254,600
Natural gas (Mcf per day)		
United States	325,955	401,011
Foreign	323,291	576,909
Total	649,246	977,920

United States crude oil and natural gas production was lower in 1997, principally reflecting asset sales in the second and third quarters of 1996. The decrease in foreign crude oil production reflects the sales of the Canadian and Abu Dhabi operations in 1996, partially offset by increased production in the United Kingdom. Lower foreign natural gas production in 1997 reflects the sale of operations in Canada and reduced demand for natural gas in the United Kingdom.

Depreciation, depletion, amortization and lease impairment charges were lower in the first quarter of 1997, reflecting the lower production volumes noted above. Exploration expenses were lower in the United States in the first quarter of 1997, partially offset by increases in international exploration areas. The effective income tax rate on exploration and production earnings exceeds the United States statutory rate, due to special petroleum taxes in Norway and on certain fields in the United Kingdom.

The Corporation's exploration and production earnings are subject to changes in the selling prices of crude oil and natural gas, the level of exploration spending, the extent of field maintenance, particularly in the North Sea, and various other factors.

Refining, marketing and shipping operations had a loss of $56 million in the first quarter of 1997 compared with income of $44 million in the first quarter of 1996. Refined product margins were lower in 1997, principally for distillates and residual fuel oils, as a result of the relatively mild winter on the East Coast. In addition, in the first quarter of 1997, the average refined product selling price declined by more than $4.00 per barrel, resulting in the sale of products below inventory costs. Income taxes (benefits in the first quarter of 1997) were not recorded on the results of a refining subsidiary due to available loss carryforwards.

RESULTS OF OPERATIONS - (CONTINUED)

Refined product sales volumes in the first quarter of 1997 amounted to 52 million barrels, the same as in the corresponding period of 1996. Refining and marketing earnings may continue to be volatile because of competitive industry conditions and supply and demand factors, including the effects of weather.

Corporate interest expense (after-tax) amounted to $29 million in the first quarter of 1997 compared with $41 million in the first quarter of 1996. The decrease was due to lower average debt outstanding.

Sales and other operating revenues in the first quarter of 1997 amounted to $2,397 million, an increase of $182 million, or 8%, from the corresponding period of 1996. The increase was primarily due to the higher selling price and sales volume of gasoline. Also contributing to the increase was higher foreign crude oil sales, reflecting increased selling prices, partially offset by lower sales volumes.

LIQUIDITY AND CAPITAL RESOURCES

Net cash provided by operating activities, including changes in operating assets and liabilities, amounted to $613 million in the first quarter of 1997 compared with $224 million in the first quarter of 1996. The increase was primarily due to changes in working capital components, particularly inventory. Net income adjusted for non-cash charges (depreciation and related charges, exploratory dry hole costs and deferred income taxes) amounted to $236 million and $286 million in the first quarters of 1997 and 1996, respectively.

Total debt was $1,762 million at March 31, 1997 compared with $1,939 million at December 31, 1996, resulting in debt to total capitalization ratios of 34.7% and 36.4%, respectively. At March 31, 1997, the Corporation had additional borrowing capacity available under existing revolving credit agreements of $1,785 million and additional unused lines of credit under uncommitted arrangements with banks of $356 million.

The Corporation is in the process of refinancing its revolving credit agreements in the United States and the United Kingdom with a $2 billion, five-year, unsecured global revolving credit facility. The new facility will replace $2.2 billion in existing credit facilities, which begin to expire in 1999. Interest rate differentials and fees will be generally lower than under the existing credit agreements.

Since inception of the Corporation's stock repurchase program in August 1996, through March 31, 1997, 424,700 shares have been purchased at a cost of approximately $24 million.

LIQUIDITY AND CAPITAL RESOURCES - (CONTINUED)

The Corporation and unrelated parties formed a joint venture trading company in the first quarter of 1997. The venture will engage in proprietary transactions in the energy markets including transactions in commodities and related derivatives.

The Corporation uses futures, forwards, options and swaps to reduce the effects of fluctuations in the prices of crude oil, natural gas and refined products. These instruments are used to set the selling and purchase prices of crude oil, natural gas and refined products and the related gains or losses are an integral part of the Corporation's selling prices and costs. At March 31, 1997, the Corporation had open hedge positions equal to 6% of its estimated worldwide crude oil production over the next twelve months. In certain circumstances, hedge counterparties may elect to purchase up to an additional 1% of this production. The Corporation also had open contracts equal to 15% of its estimated United States natural gas production over the next twelve months and approximately 1% of its production for the succeeding twelve months. The Corporation had hedges covering 48% of its refining and marketing inventories and had additional short positions, principally crack spreads, approximating 6% of refined products to be manufactured in the next twelve months. As market conditions change, the Corporation will adjust its hedge positions.

The Corporation has acquired interests in several United Kingdom producing properties and exploration areas for approximately $120 million. The acquisition includes additional interests in the blocks containing the Beryl, Ness and Nevis fields and additional interests in two exploration blocks.

The Corporation reached agreement to acquire the stock of Pick Kwik Corporation based in Tampa, Florida for approximately $38 million and the assumption of $18 million of debt. Pick Kwik currently operates 66 retail sites on the west coast of Florida. The closing is expected to take place by the end of the second quarter.

Capital expenditures in the first quarter of 1997 amounted to $220 million compared with $158 million in the first quarter of 1996. Capital expenditures for exploration and production activities were $199 million in the first quarter of 1997 compared with $152 million in the first three months of 1996.

Capital expenditures for the remainder of 1997, including the North Sea and Pick Kwik acquisitions, are currently expected to be approximately $1,030 million, which will be financed principally by internally generated funds.

PART II - OTHER INFORMATION

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K.

(a) Exhibits

None

(b) Reports on Form 8-K

The Registrant filed no report on Form 8-K during the three months ended March 31, 1997.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

AMERADA HESS CORPORATION
(REGISTRANT)

By /s/ John B. Hess

JOHN B. HESS
CHAIRMAN OF THE BOARD AND
CHIEF EXECUTIVE OFFICER

By /s/ John Y. Schreyer

JOHN Y. SCHREYER
EXECUTIVE VICE PRESIDENT AND
CHIEF FINANCIAL OFFICER

Date: May 12, 1997

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MAR-31-1997
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