FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| - | UNID AFF    | ROVAL    |
|---|-------------|----------|
|   | OMB Number: | 3235-028 |

| Check this box   | ii no ionger subject to |
|------------------|-------------------------|
| Section 16. For  | m 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

| OMB APPROVAL        |           |  |  |  |  |  |  |  |  |  |
|---------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number:         | 3235-0287 |  |  |  |  |  |  |  |  |  |
| Estimated average b | urden     |  |  |  |  |  |  |  |  |  |
| hours ner resnonse. | 0.5       |  |  |  |  |  |  |  |  |  |

| Name and Address of Reporting Person*     SCELFO JOHN J                          |   |  |  | 2. Issuer Name and Ticker or Trading Symbol AMERADA HESS CORP [ AHC ] |                |   |   |             |                  |  |                |  |   | (Ch                                    | eck all appli<br>Directo | ationship of Reportin<br>all applicable)<br>Director<br>Officer (give title   |   | on(s) to Issu<br>10% Ov<br>Other (s | vner   |  |
|--|---|--|--|---|----------------|---|---|-------------|------------------|--|----------------|--|---|--|--------------------------|---|---|-------------------------------------|--|--|
| (Last) (First) (Middle) C/O AMERADA HESS CORPORATION 1185 AVENUE OF THE AMERICAS |   |  |  |   | 08             | 3. Date of Earliest Transaction (Month/Day/Year) 08/04/2004 |   |             |                  |  |                |  |   |  |                          | helow)  | Senior Vice President   |                                     |  |  |
| (Street)   | N<br>(S   |  | 10036<br>(Zip)                                 |   | 4. 1           | 4. If Amendment, Date of Original Filed (Month/Day/Year)    |   |             |                  |  |                |  |   | Line                                   | e)<br>X Form<br>Form     | vidual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person |   |                                     |  |  |
|  |   |  | ole I - No                                     |   |                |   |   |             | cqu              |  | Dis            |  |   |  |                          |   |   |                                     | [.   |  |
| 1. Title of Security (Instr. 3)  |   |  |  | 2. Transaction<br>Date<br>(Month/Day/Year)                            |                | ear)  | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |             |                  | Code (Instr.   |                | 4. Securities Acquired (A)<br>Disposed Of (D) (Instr. 3, 4 |   |  |                          | 5) Securiti<br>Benefic  | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following   |                                     | : Direct   I<br>r Indirect   I   | 7. Nature of Indirect Beneficial Ownership                         |
|  |   |  |  |   |                |   |   |             |                  | Code   | v              | Amount   |   | (A) or<br>(D)                          | Price                    | Transac   | Reported Transaction(s) (Instr. 3 and 4)  |                                     |  | (Instr. 4)   |
| Common Stock, \$1.00 par value   |   |  |  | 08/04   | /04/2004       |   |   |             |                  | M <sup>(1)</sup>   |                | 4,50   | 00  | Α                                      | \$45.7                   | 6   | 0   |                                     | D  |  |
| Common Stock, \$1.00 par value   |   |  |  | 08/04   | 1/2004         |   |   |             |                  | S  |                | 4,50   | 00  | D                                      | \$82.2                   | 4 22  | 22,500  |                                     | D <sup>(2)</sup>   |  |
| Common Stock, \$1.00 par value 08/04   |   |  |  |   | /200           | 2004  |   |             | M <sup>(1)</sup> |  | 500            | 0  | A   | \$45.7                                 | 6                        | 0   |   | D                                   |  |  |
| Common   | Common Stock, \$1.00 par value 08/04/                                 |  |  |   | /200           | 2004  |   |             | S                |  | 500            |  | D   | \$82.3                                 | 2 22                     | 2,500   |   | D <sup>(2)</sup>                    |  |  |
|  |   |  | Table II -                                     | Deriva<br>(e.g., p  |                |   |   |             |                  |  |                |  |   |  |                          | Owned   |   | •                                   |  |  |
| 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. Deeme<br>Execution<br>if any<br>(Month/Day | Date, T   | ransa<br>ode ( | action<br>(Instr.   | of  |             | Exp              | 6. Date Exercisal<br>Expiration Date<br>(Month/Day/Year) |                |  | 7. Title and Amo<br>of Securities<br>Underlying Deriv<br>Security (Instr. 3<br>4) |  | Perivative<br>tr. 3 and  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)   | 9. Numbe<br>derivative<br>Securitie<br>Beneficia<br>Owned<br>Following<br>Reported<br>Transacti<br>(Instr. 4) | e (<br>s   l<br>ally   l<br>g (     | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |   |  |  | c   | ode            | v   |   | Date<br>Exe | e<br>ercisable   |  | piration<br>te |  |   | Amount<br>or<br>Number<br>of<br>Shares |                          |   |   |                                     |  |  |
| Option to purchase   | \$45.76   | 08/04/2004                                 |  |   | M              |   | 5,000   |             | 05/              | 07/2004  | 05/            | 07/2013  |   | mmon<br>k,\$1.00                       | 5,000                    | \$0   | 10,00   | 0                                   | D  |  |

## **Explanation of Responses:**

- 1. Common Stock acquired upon exercise of options granted under the Issuer's Second Amended and Restated 1995 Long-Term Incentive Plan.
- 2. These shares are 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 stil an employee of the Corporation.

George C. Barry for John J.

08/05/2004

\*\* 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.

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