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, 2001

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 (I) has filed all reports required to be filed by 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, 2001, 89,137,355 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 millions of dollars, except per share data)

	2001	2000
REVENUES		
Sales (excluding excise taxes) and other operating revenues	$ 4,182	$ 2,831
Non-operating income		
Equity in income of HOVENSA L.L.C.	14	11
Other	33	28
Total revenues	4,229	2,870
COSTS AND EXPENSES		
Cost of products sold	2,933	1,875
Production expenses	153	133
Marketing expenses	153	106
Exploration expenses, including dry holes and lease impairment	84	62
Other operating expenses	56	57
General and administrative expenses	65	51
Interest expense	40	38
Depreciation, depletion and amortization	181	174
Total costs and expenses	3,665	2,496
Income before income taxes	564	374
Provision for income taxes	227	150
NET INCOME	$ 337	$ 224
NET INCOME PER SHARE -		
BASIC	$ 3.83	$ 2.49
DILUTED	$ 3.79	$ 2.47
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING	88.9	90.5
COMMON STOCK DIVIDENDS PER SHARE	$ .30	$ .15

See accompanying notes to consolidated financial statements.

PART I - FINANCIAL INFORMATION (CONT'D.)

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

A S S E T S

	MARCH 31, 2001	DECEMBER 31, 2000
CURRENT ASSETS		
Cash and cash equivalents	$ 700	$ 312
Accounts receivable	2,800	2,996
Inventories	342	401
Other current assets	179	406
Total current assets	4,021	4,115
INVESTMENTS AND ADVANCES		
HOVENSA L.L.C.	845	831
Other	216	219
Total investments and advances	1,061	1,050
PROPERTY, PLANT AND EQUIPMENT		
Total - at cost	12,153	11,898
Less reserves for depreciation, depletion, amortization and lease impairment	7,732	7,575
Property, plant and equipment - net	4,421	4,323
NOTE RECEIVABLE	419	443
DEFERRED INCOME TAXES AND OTHER ASSETS	324	343
TOTAL ASSETS	$ 10,246	$ 10,274

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, 2001	DECEMBER 31, 2000
CURRENT LIABILITIES		
Accounts payable - trade	$ 1,768	$ 1,875
Accrued liabilities	760	1,158
Taxes payable	534	440
Notes payable	2	7
Current maturities of long-term debt	276	58
Total current liabilities	3,340	3,538
LONG-TERM DEBT	1,764	1,985
DEFERRED LIABILITIES AND CREDITS		
Deferred income taxes	490	510
Other	366	358
Total deferred liabilities and credits	856	868
STOCKHOLDERS' EQUITY		
Preferred stock, par value $1.00, 20,000 shares authorized		
3% cumulative convertible series		
Authorized - 330 shares		
Issued - 327 shares ($16 million liquidation preference)	- -	- -
Common stock, par value $1.00		
Authorized - 200,000 shares		
Issued - 89,137 shares at March 31, 2001; 88,744 shares at December 31, 2000	89	89
Capital in excess of par value	893	864
Retained earnings	3,374	3,069
Accumulated other comprehensive income	(70)	(139)
Total stockholders' equity	4,286	3,883

TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 10,246	$ 10,274

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 millions of dollars)

	2001	2000
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	$ 337	$ 224
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation, depletion and amortization	181	174
Exploratory dry hole costs	43	28
Lease impairment	6	6
Provision for deferred income taxes	32	26
Undistributed earnings of affiliates	(9)	(3)
	590	455
Changes in operating assets and liabilities	163	(18)
Net cash provided by operating activities	753	437
CASH FLOWS FROM INVESTING ACTIVITIES		
Capital expenditures	(331)	(162)
Proceeds from asset sales and other	(1)	10
Net cash used in investing activities	(332)	(152)
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase (decrease) in notes payable	(5)	10
Long-term borrowings	- -	16
Repayment of long-term debt	(5)	(295)
Cash dividends paid	(40)	(27)
Common stock acquired	(6)	(10)
Stock options exercised	25	5
Net cash used in financing activities	(31)	(301)
EFFECT OF EXCHANGE RATE CHANGES ON CASH	(2)	1
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	388	(15)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	312	41
CASH AND CASH EQUIVALENTS AT END OF PERIOD	$ 700	$ 26

See accompanying notes to consolidated financial statements.

PART I - FINANCIAL INFORMATION (CONT'D.)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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 Corporation's consolidated financial position at March 31, 2001 and December 31, 2000, and the consolidated results of operations and the consolidated cash flows for the three-month periods ended March 31, 2001 and 2000. The unaudited results of operations for the interim periods are not necessarily indicative of results to be expected for the full year.

Certain notes and other information have been condensed in, or omitted from, these interim financial statements. These statements, therefore, should be read in conjunction with the consolidated financial statements and related notes included in the 2000 Annual Report to Stockholders, which have been incorporated by reference in the Corporation's Form 10-K for the year ended December 31, 2000.

Note 2 - Inventories consist of the following (in millions):

	March 31, 2001	Dec. 31, 2000
Crude oil and other charge stocks	$ 110	$ 103
Refined and other finished products	385	502
Less: LIFO adjustment	(236)	(281)
	259	324
Materials and supplies	83	77
Total inventories	$ 342	$ 401

Note 3 - The Corporation accounts for its investment in HOVENSA L.L.C. using the equity method. Summarized income statement information for HOVENSA follows (in millions):

	Three months ended March 31	
	2001	2000
Total revenues	$ 1,115	$ 1,129
Costs and expenses	1,086	1,106
Net income	$ 29	$ 23
Amerada Hess Corporation's share of income	$ 14	$ 11

PART I - FINANCIAL INFORMATION (CONT'D.)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 4 - In January 2001, the Corporation replaced its $2 billion global revolving credit facility, which was due to expire in 2002, with two new committed revolving credit facilities. The first provides for $1.5 billion of short-term revolving credit through January 2002 and bears interest at .525% above the London Interbank Offered Rate ("LIBOR"). The second is a $1.5 billion five-year revolving credit, which expires in January 2006 and bears interest at .50% above LIBOR. Facility fees of .10% and .125% per annum are payable on the credit lines. The Corporation has the option to extend up to $500 million of outstanding debt under the short-term facility for an additional 364 days.

Note 5 - The provision for income taxes consisted of the following (in millions):

	Three months ended March 31	
	2001	2000
Current	$ 195	$ 124
Deferred	32	26
Total	$ 227	$ 150

Note 6 - Foreign currency transaction gains, after income tax effects, amounted to $10 million and $4 million for the three-month periods ended March 31, 2001 and 2000.

Note 7 - The weighted average number of common shares used in the basic and diluted earnings per share computations are as follows (in thousands):

	Three months ended March 31	
	2001	2000
Common shares - basic	87,902	89,931
Effect of dilutive securities (equivalent shares)		
Nonvested common stock	364	443
Stock options	421	152
Convertible preferred stock	205	--
Common shares - diluted	88,892	90,526

PART I - FINANCIAL INFORMATION (CONT'D.)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 8 - The Corporation adopted FAS No. 133, Accounting for Derivative Instruments and Hedging Activities, on January 1, 2001. This statement requires that the Corporation recognize all derivatives on the balance sheet at fair value and establishes criteria for using derivatives as hedges.

The Corporation uses futures, forwards, options and swaps to reduce the effects of fluctuations in crude oil, natural gas and refined product prices. The Corporation also uses derivatives in its energy marketing activities to fix the purchase and selling prices of energy products. Related hedge gains or losses are an integral part of the selling or purchase prices. Generally, these derivatives are designated as hedges of expected future cash flows or forecasted transactions (cash flow hedges), and the gains or losses are recorded in other comprehensive income. The Corporation's use of fair value hedges is not material. The Corporation's remaining derivatives, including foreign currency contracts, are not designated as hedges and the change in fair value is included in income currently.

The January 1 transition adjustment resulting from adopting FAS No.133 was a cumulative increase in other comprehensive income of $145 million before income taxes ($100 million after income taxes), substantially all of which results from crude oil and natural gas hedges. The transition adjustment did not have a material effect on net income. The accounting change also affected current assets and liabilities.

The Corporation reclassifies hedging gains and losses included in other comprehensive income to earnings at the time the hedged transactions are recognized. Results from exploration and production activities in the first quarter of 2001 were reduced $31 million ($20 million after income taxes) by reclassified hedge losses. The impact of hedging on refining and marketing results was immaterial.

At March 31, 2001, after-tax deferred gains from hedging crude oil and natural gas contracts expiring through 2003 were approximately $70 million (including $50 million of unrealized gains). Of the total, $31 million relates to the remainder of 2001.

The ineffective portion of hedges is included in current earnings. The amount of hedge ineffectiveness was not material during the quarter ended March 31, 2001.

The Corporation uses derivative contracts in its trading activities. The Corporation has a 50% voting interest in a consolidated partnership that trades energy commodities and energy derivatives. The Corporation also takes trading positions for its own account. The results from trading activities, including the Corporation's share of the earnings of the trading partnership, amounted to income of $24 million in the first quarter of 2001 and losses of $10 million in the first quarter of 2000.

PART I - FINANCIAL INFORMATION (CONT'D.)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 9 - Accumulated other comprehensive income consists of the following (in millions):

	Total	Deferred cash flow hedges	Foreign currency translation adjustment
Balance at January 1, 2001	$ (139)	$ -	$ (139)
FAS 133 transition adjustment	100	100	-
Reclassification of deferred hedging loss to earnings	20	20	-
Change in fair value of derivatives and foreign currency translation adjustment	(51)	(46)	(5)
Balance at March 31, 2001	$ (70)	$ 74	$ (144)

Note 10 - The Corporation's results by operating segment were as follows (in millions):

	Three months ended March 31 2001	2000
Operating revenues		
Exploration and production (*)	$ 1,275	$ 1,050
Refining, marketing and shipping	3,170	1,929
Total	$ 4,445	$ 2,979
Net income (loss)		
Exploration and production	$ 275	$ 218
Refining, marketing and shipping	105	48
Corporate, including interest	(43)	(42)
Total	$ 337	$ 224

(*) Includes transfers to affiliates of $263 million during the three-months ended March 31, 2001, compared to $148 million for the corresponding period of 2000.

PART I - FINANCIAL INFORMATION (CONT'D.)

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

RESULTS OF OPERATIONS

Net income for the first quarter of 2001 amounted to $337 million compared with $224 million in the first quarter of 2000. The after-tax results by major operating activity for the first quarters of 2001 and 2000 were as follows (in millions, except per share data):

	Three months ended March 31	
	2001	2000
Exploration and production	$ 275	$ 218
Refining, marketing and shipping	105	48
Corporate	(13)	(12)
Interest expense	(30)	(30)
Net income	$ 337	$ 224
Net income per share (diluted)	$ 3.79	$ 2.47

Exploration and Production

Operating earnings from exploration and production activities increased by $57 million in the first quarter of 2001 over the first quarter of 2000, principally reflecting higher worldwide crude oil and natural gas sales volumes and increased natural gas selling prices.

The Corporation's average selling prices, including the effects of hedging, were as follows:

	Three months ended March 31	
	2001	2000
Crude oil (per barrel)		
United States	$ 24.23	$ 22.58
Foreign	25.62	25.65
Natural gas liquids (per barrel)		
United States	$ 26.76	$ 20.87
Foreign	22.32	22.61
Natural gas (per Mcf)		
United States	$ 5.45	$ 2.40
Foreign	2.95	2.08

PART I - FINANCIAL INFORMATION (CONT'D.)

RESULTS OF OPERATIONS (CONTINUED)

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

	Three months ended March 31	
	2001	2000
Crude oil (thousands of barrels per day)		
United States	57	52
United Kingdom	120	112
Norway	25	23
Denmark	23	30
Gabon	7	9
Indonesia	5	3
Azerbaijan	4	3
Algeria	14	- -
Total	255	232
Natural gas liquids (thousands of barrels per day)		
United States	11	14
Foreign	10	9
Total	21	23
Natural gas (thousands of Mcf per day)		
United States	322	294
United Kingdom	344	345
Norway	25	26
Denmark	49	35
Indonesia and Thailand	31	36
Total	771	736
Barrels of oil equivalent (thousands of barrels per day)	405	378

On a barrel of oil equivalent basis, the Corporation's oil and gas production increased by 7% in the first quarter of 2001 compared with the corresponding period of 2000. The increase in United States crude oil production in the first quarter of 2001 was primarily due to production from the Conger Field in the Gulf of Mexico, which commenced in the fourth quarter of 2000. Natural gas production in the United States increased because of new production from the Conger and Northwestern Fields. United Kingdom crude oil production increased principally as a result of production from the Bittern Field, which commenced in the second half of 2000. Crude oil production from the South Arne Field in Denmark decreased in 2001 compared with the first quarter of 2000, however, natural gas production from the

RESULTS OF OPERATIONS (CONTINUED)

field increased. Crude oil production in the first quarter of 2001 also reflects production from the Corporation's interest in a redevelopment project in Algeria.

At the end of the first quarter, the Corporation completed the purchase of three natural gas fields in the Gulf of Mexico. In early April, the Corporation also completed the purchase of substantially all of the assets of a privately held exploration and production company operating in the Gulf of Mexico and onshore Louisiana. The acquisitions will add approximately 230,000 Mcf of natural gas equivalent per day to United States production.

Production expenses in the first quarter of 2001 were higher than in the first quarter of 2000, partially due to increased production volumes and on a per-barrel basis, due to the mix of producing fields. Depreciation, depletion and amortization charges were also higher in 2001, reflecting increased production volumes, while per-barrel costs were lower due to year-end reserve revisions. Exploration expense was higher in 2001 reflecting seismic purchases in the United States and exploration drilling in Asia. General and administrative expenses relating to exploration and production activities were also slightly higher. The effective income tax rate in the first quarter of 2001 was 41%, comparable to the first quarter of 2000.

Crude oil and natural gas selling prices continue to be volatile and fluctuations are only partially mitigated by the Corporation's hedging program.

Refining, Marketing and Shipping

Operating earnings for refining, marketing and shipping activities amounted to $105 million in the first quarter of 2001 compared with $48 million in the first quarter of 2000. The Corporation's downstream operations include its equity share of HOVENSA, a 50% owned refining joint venture.

HOVENSA

The Corporation's share of HOVENSA's income was $14 million in the first quarter of 2001 compared with $11 million in the first quarter of 2000. Margins for refined products were higher in the first quarter of 2001. During the first quarter of 2001, the fluid catalytic cracking unit was shutdown for six weeks of scheduled maintenance. As a result, refinery earnings were reduced. Income taxes on HOVENSA's results are offset by available loss carryforwards.

Operating earnings from refining, marketing and shipping activities also included interest income of $10 million in 2001 and $12 million in 2000 on the note received from PDVSA V.I. in connection with the formation of the joint venture.

PART I - FINANCIAL INFORMATION (CONT'D.)

RESULTS OF OPERATIONS (CONTINUED)

Retail, energy marketing and other

Results from retail gasoline operations for the first quarter of 2001 were slightly higher than the comparable period of 2000, despite rising product costs. The Corporation's Port Reading refining facility had increased earnings, reflecting improved margins and the shutdown for scheduled maintenance in the first quarter of last year. Earnings from energy marketing activities decreased in the first quarter of 2001 compared with the corresponding period of 2000. Total refined product sales volumes amounted to 42 million barrels in the first quarter of 2001, compared with 36 million barrels in the first quarter of 2000. Marketing expenses increased $47 million in the first quarter of 2001 compared with 2000, principally reflecting expanded retail and energy marketing operations.

The Corporation has a 50% voting interest in a consolidated partnership that trades energy commodities and energy derivatives. The Corporation also takes trading positions in addition to its hedging program. The combined results of these trading activities amounted to income of $24 million in the first quarter of 2001 compared with a loss of $10 million in the first quarter of 2000. Expenses of the trading partnership are included in marketing expenses.

Demand for refined products in the first quarter of 2001 provided favorable margins, however, there can be no assurance that these margins will continue indefinitely and, therefore, overall refining and marketing earnings will fluctuate over time.

Corporate

Corporate results in the first quarter of 2001 were comparable to those of 2000, as higher interest income offset increased general and administrative expenses, including compensation related costs and bank fees.

Consolidated Operating Revenues

Sales and other operating revenues increased by 48% in the first quarter of 2001 compared with the first quarter of 2000. The increase primarily reflects higher selling prices and increased sales volumes of refined products and purchased natural gas. Crude oil and natural gas production volumes and natural gas selling prices were also higher.

LIQUIDITY AND CAPITAL RESOURCES

Net cash provided by operating activities, including changes in operating assets and liabilities, amounted to $753 million in the first quarter of 2001 compared with $437 million in the first quarter of 2000. Excluding changes in balance sheet accounts, the increase was $135 million and resulted primarily from improved operating results.

Total debt was $2,042 million at March 31, 2001 compared with $2,050 million at December 31, 2000. The debt to capitalization ratio decreased to 32% at March 31 compared to 35% at year-end. At March 31, 2001, the Corporation had $3 billion of additional borrowing capacity available under its revolving credit agreements and additional unused lines of credit under uncommitted arrangements with banks of $219 million.

Since inception of the Corporation's $300 million common stock repurchase program in March 2000, the Corporation has repurchased 3,524,000 shares as of March 31, 2001, for approximately $225 million.

The Corporation uses futures, forwards, options and swaps to reduce the effects of changes in the selling prices of crude oil, natural gas and refined products. These instruments fix the selling prices of a portion of the Corporation's production and the related gains or losses are an integral part of the Corporation's selling prices. At March 31, 2001, the Corporation had open hedge positions on 46% of its estimated worldwide crude oil production and 32% of its U.S. natural gas production for the remainder of the year. The Corporation has also hedged 17% of its estimated crude oil production and 19% of its U.S. natural gas production for 2002 and 6% of its U.S. natural gas production for 2003. As market conditions change, the Corporation may adjust its hedge positions.

The Corporation uses value at risk to estimate the potential effects of changes in fair values of derivatives and other instruments used in hedging activities and derivatives and commodities used in trading activities. The Corporation estimates that at March 31, 2001, the value at risk was $34 million ($36 million at December 31, 2000) related to hedging activities and $22 million ($16 million at December 31, 2000) for trading activities.

The Corporation reduces its exposure to fluctuating foreign exchange rates by using forward contracts to fix the exchange rate on a portion of the foreign currency required in its North Sea operations. At March 31, 2001, the Corporation had $405 million of notional value foreign exchange contracts outstanding.

PART I - FINANCIAL INFORMATION (CONT'D.)

LIQUIDITY AND CAPITAL RESOURCES (CONTINUED)

Capital expenditures in the first quarter of 2001 amounted to $331 million, of which $318 million related to exploration and production activities. These expenditures include the purchase of natural gas reserves in the Gulf of Mexico for $98 million. Capital expenditures in the first quarter of 2000 amounted to $162 million including $127 million for exploration and production. For the remainder of 2001, capital expenditures, excluding acquisitions, are expected to be approximately $1 billion and will be financed largely by internally generated funds.

In early April, the Corporation purchased substantially all of the assets of a privately held exploration and production company for $767 million. These properties are located on the Gulf of Mexico shelf and onshore Louisiana. The purchase was financed primarily with internally generated funds. In April, the Corporation also invested $86 million in a 50% joint venture with a company that owns and operates 120 gasoline stations and convenience stores and 21 travel centers located in Virginia, North Carolina and South Carolina. The Corporation also plans to lease 53 retail outlets in Boston and southern New Hampshire.

FORWARD LOOKING INFORMATION

Certain sections of Management's Discussion and Analysis of Results of Operations and Financial Condition, including references to the Corporation's future results of operations and financial position, contain forward-looking information. These disclosures are based on the Corporation's current assessments and reasonable assumptions about the future. Actual results may differ from these disclosures because of changes in market conditions, government actions and other factors.

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, 2001.

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/s John B. Hess

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

By s/s John Y. Schreyer

JOHN Y. SCHREYER
EXECUTIVE VICE PRESIDENT AND
CHIEF FINANCIAL OFFICER

Date: May 10, 2001