SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

	ROVAL				
OMB Number:	3235-0287				
Estimated average burden					
hours per response:	0.5				

1. Name and Address of Reporting Person* HESS JOHN B			2. Issuer Name and Ticker or Trading Symbol AMERADA HESS CORP [AHC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
<u>HESS JOHN</u>	D			X	Director	Х	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)		Other (specify below)			
C/O AMERADA HESS CORPORATION			06/14/2005	Chairman of the Board						
1185 AVENUE OF THE AMERICAS		CAS								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group F	iling (Check Applicable			
NEW YORK	NY	10036		X	Form filed by One F	Report	ing Person			
					Form filed by More Person	than C	One Reporting			
(City)	(State)	(Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired (D) (Instr	(A) or . 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	06/14/2005		М		29,200	A	\$58.75	480,396	D		
Commmon Stock, \$1.00 par value	06/14/2005		S ⁽¹⁾		200	D	\$106.13	480,196	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.33	479,996	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$107.45	479,796	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$107.37	479,596	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$107.23	479,396	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$107.02	479,196	D		
Common Stock,\$1.00 par value	06/14/2005		S		200	D	\$106.88	478,996	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.95	478,796	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.83	478,596	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.75	478,396	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.68	478,196	D		
Common Stock,\$1.00 par value	06/14/2005		S		200	D	\$106.6	477,996	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.73	477,796	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.55	477,596	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.56	477,396	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.49	477,196	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.39	476,996	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.58	476,796	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.41	476,596	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.3	476,396	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.24	476,196	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.2	475,996	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$105.94	475,796	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.06	475,596	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.22	475,396	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106.15	475,196	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$106	474,996	D		
Common Stock, \$1.00 par value	06/14/2005		S		200	D	\$105.89	474,796	D		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Year)		Execution Date,		Code (Transaction Di Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5			Beneficially Owned Following		Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount	(A) o (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				(1150.4)
Common	Stock, \$1.0	00 par value		06/1	4/200	5			S		200	D	\$105.	5.95 474,596 ⁽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 I if any (Month/Day	Date,	4. Transa Code (8)		of Deri Sec Acq (A) Disj of (I	lumber ivative urities juired or posed D) (Instr. and 5)	Expiratio	Exercisable and ion Date /Day/Year) /Day/Year) /Cay/Year)			ties ng e Security	Derivative Security Securitie		s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisat		Expiration Date	Title	Amount or Number of Shares					
Option to purchase common stock	\$58.75	06/14/2005			М			29,200	12/04/19	97 1	12/04/2006	Common Stock, \$1.00 par value	20 200	\$0	0		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.

<u>George C. Barry for John B.</u>	06/15/2005
<u>Hess</u>	00/15/2005
** Signature of Reporting Person	Date

** Signature of Reporting Person

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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