

AMERADA HESS CORP  
Form 4  
June 20, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HESS JOHN B**

(Last) (First) (Middle)

C/O AMERADA HESS CORPORATION, 1185 AVENUE OF THE AMERICAS

(Street)

NEW YORK, NY 10036

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**AMERADA HESS CORP [AHC]**

3. Date of Earliest Transaction (Month/Day/Year)  
**06/17/2005**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman of the Board

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock, \$1.00 par value  | 06/17/2005                           |  | S <sup>(1)</sup>               |   | 400   | D  | \$ 111.88   |
| Common Stock, \$1.00 par value  | 06/17/2005                           |  | S                              |   | 400   | D  | \$ 111.79   |
| Common Stock, \$1.00 par        | 06/17/2005                           |  | S                              |   | 400   | D  | \$ 111.75   |

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|                                |            |                  |         |   |           |                        |   |                         |
|--------------------------------|------------|------------------|---------|---|-----------|------------------------|---|-------------------------|
| value                          |            |                  |         |   |           |                        |   |                         |
| Common Stock, \$1.00 par value | 06/17/2005 | S                | 800     | D | \$ 111.81 | 460,996                | D |                         |
| Common Stock, \$1.00 par value | 06/17/2005 | S                | 400     | D | \$ 111.73 | 460,596                | D |                         |
| Common Stock, \$1.00 par value | 06/17/2005 | S                | 200     | D | \$ 112.1  | 460,396                | D |                         |
| Common Stock, \$1.00 par value | 06/17/2005 | S                | 200     | D | \$ 111.96 | 460,196                | D |                         |
| Common Stock, \$1.00 par value | 06/17/2005 | S                | 400     | D | \$ 111.7  | 459,796                | D |                         |
| Common Stock, \$1.00 par value | 06/17/2005 | S                | 400     | D | \$ 111.46 | 459,396                | D |                         |
| Common Stock, \$1.00 par value | 06/17/2005 | S                | 400     | D | \$ 111.38 | 458,996                | D |                         |
| Common Stock, \$1.00 par value | 06/17/2005 | S                | 400     | D | \$ 111.37 | 458,596                | D |                         |
| Common Stock, \$1.00 par value | 06/17/2005 | S                | 7,400   | D | \$ 111.23 | 451,196 <sup>(2)</sup> | D |                         |
| Common Stock, \$1.00 par value | 06/17/2005 | J <sup>(3)</sup> | 417,515 | D | \$ 0      | 627,406                | I | See Note <sup>(4)</sup> |
| Common Stock, \$1.00 par value | 06/17/2005 | J <sup>(3)</sup> | 417,515 | A | \$ 0      | 1,972,747              | I | See Note <sup>(5)</sup> |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**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 Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                       |       |
|--|---------------|-----------|-----------------------|-------|
|  | Director      | 10% Owner | Officer               | Other |
| HESS JOHN B<br>C/O AMERADA HESS CORPORATION<br>1185 AVENUE OF THE AMERICAS<br>NEW YORK, NY 10036 | X             | X         | Chairman of the Board |       |

## Signatures

George C. Barry for John B. Hess 06/20/2005

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
- (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).  
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.
- (3) Distributed from a previously reported trust referred to in Note 4. This transaction represents a change only in the nature of beneficial ownership.

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- (4) Held by a previously reported trust established by the reporting person for his mother and her children. The reporting person is one of two trustees of the trust.
- (5) 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.

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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