

AMERADA HESS CORP
Form 4
June 06, 2005

FORM 4

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

OMB APPROVAL

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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)
06/03/2005

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	06/03/2005		M		10,000	A	\$ 49.75
Common Stock, \$1.00 par value	06/03/2005		S ⁽¹⁾		100	D	\$ 96.62
Common Stock, \$1.00 par value	06/03/2005		S		100	D	\$ 96.67

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value							
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 96.68	460,896	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 97.66	460,796	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 96.72	460,696	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 96.74	460,596	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 96.4	460,496	D
Common Stock, \$1.00 par value	06/03/2005	S	200	D	\$ 96.56	460,296	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 96.55	460,196	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 97.59	460,096	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 97.51	459,996	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 97.25	459,896	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 96.35	459,796	D

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Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 97.3	459,696	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 97.35	459,596	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 97.08	459,496	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 97.02	459,396	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 96.8	459,296	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 98.05	459,196	D
Common Stock, \$1.00 par value	06/03/2005	S	200	D	\$ 97.12	458,996	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 96.9	458,896	D
Common Stock, \$1.00 par value	06/03/2005	S	100	D	\$ 96.99	458,796	D
Common Stock, \$1.00 par value	06/03/2005	S	4,400	D	\$ 97.5	454,396	D
Common Stock, \$1.00 par value	06/03/2005	S	600	D	\$ 97.55	453,796	D
	06/03/2005	S	2,600	D		451,196 ⁽²⁾	D

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- (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

- (2) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.