| 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 | |
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| 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

| OMB APPR | OVAL |
|-----------------------|-----------|
| OMB Number: | 3235-0287 |
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| hours per response: | 0.5 |

| 1. Name and Address of Reporting Person* <u>COUGHLAN GARY P/PA</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>HERSHEY CO</u> [HSY] | | tionship of Reporting Pers all applicable) Director | on(s) to Issuer 10% Owner | |
|---|---|---------------------|---|------------|---|------------------------------|--|
| (Last) 100 CRYSTAL | st) (First) (Middle) 0 CRYSTAL A DRIVE | | 3. Date of Earliest Transaction (Month/Day/Year) 04/01/2007 | | Officer (give title below) | Other (specify below) | |
| , | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | (Check Applicable | | |
| (Street) HERSHEY | PA | 17033 | | Line) X | Form filed by One Repo Form filed by More than | ů. | |
| (City) | (State) | (Zip) | | | Person | | |
| | Ta | able I - Non-Deriva | tive Securities Acquired, Disposed of, or Benefi | cially (| Owned | | |

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. Transa Code (8) | ction | 4. Securities A Disposed Of (5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|---|------------------------------|-------|--|---|-------------------|---|---|---|
| | | | Code | v | V Amount (A) or (D) F | | Price | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| Common Stock | 04/01/2007 | | A | | 455.955 | Α | \$ <mark>0</mark> | 14,747.3722 ⁽¹⁾ | 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 Date, if any (Month/Day/Year) | 4. Transa Code (8) | | of Deriv Secu Acqu (A) or Dispo of (D) (Instr | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---|---|--|---|------------------------------|---|--|---|---------------------|---|-------|---|--|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. The total amount of securities beneficially owned includes 70.5388 shares acquired on March 15, 2007, pursuant to the Company's Dividend Reinvestment Plan.

By: Bonnie S. Martin, as Attorney-in-Fact For: Gary P.

<u>Coughlan</u>

** Signature of Reporting Person Date

04/02/2007

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.

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