FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPRO	OVAL						
	OMB Number:	3235-0287						
l	Estimated average burden							
l	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).

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

											Tipatiy Act	00 .										
1. Name and Address of Reporting Person*  COUGHLAN GARY P						2. Issuer Name <b>and</b> Ticker or Trading Symbol HERSHEY CO [ HSY ]										5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
COUG	HLAN G	ARY P			1	100		<u> </u>	1101	J					X	Direc	ctor		10% C	wner		
(Last) (First) (Middle) 100 CRYSTAL A DRIVE						3. Date of Earliest Transaction (Month/Day/Year) 06/15/2006										Office	ficer (give title low)		Other (specify below)			
(Street) HERSHEY PA 17033					4. If <i>i</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)										ividual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person						
(City)	(St	ate) (	Zip)																			
		Tabl	e I - No	n-Deriv	ative	Sec	uritie	s Acc	quired,	Dis	posed o	f, or	Ben	efici	ally	Owne	ed					
1. Title of Security (Instr. 3)  2. Transact Date (Month/Date)					Execution D			3. Transa Code ( 8)			ties Acquired (A) d Of (D) (Instr. 3, 4			nd	Securities Beneficially		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Code	v	Amount	(4	(A) or (D) Prid			Transaction(s) (Instr. 3 and 4)				(111501. 4)			
Common	Stock			06/15/	/2006				A		153		A	\$53	.07	12,2	298.1489	489 D				
		Та									sed of, onvertib				y Ov	vned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	ay/Year)	4. Transac Code (If 8)				6. Date Expiration (Month/E	on Dat		7. Title and Amount of Securities Underlying Derivative Security (Ins and 4)		ount mber			9. Number of derivative Securities Beneficially Owned Following Reported Transaction ((Instr. 4)	Ownersi Form: Direct (E or Indire (I) (Instr.	n: ct (D) idirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

Explanation of Responses:

Gary P. Coughlan

06/15/2006

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.