SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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

1. Name and Address of Reporting Person [*] HABEN MARY KAY				uer Name and Ticke RSHEY CO		Symbol		5. Relationship of Reporting Person(s) to Issue (Check all applicable) X Director 10% Owner				
(Last)	(First)	(Middle)		e of Earliest Transa	action (Month/	Day/Year)		Officer (give title below)		(specify		
19 E. CHOCC	DLATE AVENI	JE	4. If A	mendment, Date of	Original Filed	l (Month/Day/Year)	6. Indiv Line)	<i>r</i> idual or Joint/Grou	p Filing (Check	Applicable		
(Street)							X	Form filed by On	e Reporting Per	son		
HERSHEY	PA	17033						Form filed by Mo Person	re than One Re	porting		
(City)	(State)	(Zip)	Rule	e 10b5-1(c)	Transact	ion Indication	-					
Check this box to indicate that a transaction was made pursuar satisfy the affirmative defense conditions of Rule 10b5-1(c). Se									ten plan that is int	ended to		
		Table I - Noi	n-Derivative S	ecurities Acq	uired, Dis	oosed of, or Bene	ficially	Owned				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da				2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A Disposed Of (D) (Instr. 3		5. Amount of Securities Beneficially	6. Ownership Form: Direct	7. Nature of Indirect Beneficial		

	(Month/Day/rear)	(Month/Day/Year)	8)		5)				(I) (Instr. 4)	Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s)		
Common Stock	04/01/2024		Α		220.162	Α	\$ <mark>0</mark>	14,812.232	D ⁽¹⁾	

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)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		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)	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 reported as directly owned in Column 5 includes 102,566 shares acquired on March 15, 2024, pursuant to a dividend reinvestment feature of the Company's Directors' Compensation Plan, the provisions of which are substantially similar to the dividend reinvestment features of the broad-based dividend reinvestment plan available generally to Company stockholders.

<u>/s/ Kathleen S. Purcell, Agent</u> for Mary Kay Haben	04/03/2024
** Signature of Reporting Person	Date

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.