

FORM 5  
ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Form 3 Holdings Reported

Form 4 Transactions Reported

1. Name and Address of Reporting Person(s)  
Alexander, William H.  
16 Wagner Street

Hummelstown, PA 17036

2. Issuer Name and Ticker or Trading Symbol  
Hershey Foods Corporation (HSY)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year  
12/00

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

7. 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	2) Transaction Date (Month/Day/Year)	3) Transaction Code	4) Securities Acquired or Disposed of (D) Amount	5) Amount of Securities Beneficially Owned at End of Year	6) D or I	7) Nature of Indirect Beneficial Ownership
Common Stock				1,500.0000	D	Direct
Common Stock				10.0000	I	by Daughter
Common Stock				36.0000	I	by Spouse
Common Stock				1,200.0000	I	by Trust

Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1 through 6)

1) Title of Derivative Security	2) Conversion or Exercise Price of Derivative Security	3) Transaction Date	4) Transaction Code	5) Number of Derivative Securities Acquired (A) or Disposed of (D)	6) Date Exercisable and Expiration Date
Common Stock Equivalents (1)		12/15/00 (2)	J	751.6200	

Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1,3 and 7 through 11)

1) Title of Derivative Security	3) Transaction Date	7) Title and Amount of Underlying Securities	8) Price of Derivative Security	9) Number of Derivative Securities Beneficially Owned at End of Year	10) D or I	11) Nature of Indirect Beneficial Ownership
Common Stock Equivalents (1)	12/15/00 (2)	Common Stock		751.6200 (3)	3,344.8400	D Direct

Explanation of Responses:

(1) These units were acquired as dividends reinvested on units deferred previously under the Director's Compensation Plan and new deferrals of 2000 director's fees under the Plan; 60.213 units were reinvested dividends and 691.407 were deferrals of 2000 director's fees.

(2) Reinvested dividends were acquired on 3/15/00, 6/15/00, 9/15/00 and 12/15/00; 2000 deferred director's fees were credited on 5/1/00 and 12/15/00.

(3) Units were acquired at various times throughout the year as noted in Footnote 2. These prices range from \$43.75 to \$58.6875.

SIGNATURE OF REPORTING PERSON  
/s/ Alexander, William H.

