

FORM 4  
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

- Name and Address of Reporting Person(s)  
Viviano Joseph P  
Corporate Headquarters  
100 Crystal A Drive  
Hershey, PA 17033
- Issuer Name and Ticker or Trading Symbol  
Hershey Foods Corporation (HSY)
- IRS or Social Security Number of Reporting Person (Voluntary)  
###-##-####
- Statement for Month/Year  
April 1998
- If Amendment, Date of Original (Month/Year)
- Relationship of Reporting Person(s) to Issuer (Check all applicable) [X] Director [ ] 10% Owner [X] Officer (give title below) [ ] Other (specify below) President and Chief Operating Officer
- Individual or Joint/Group Filing (Check Applicable Line) [X] 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(A) or Disposed of (D) Amount	5) Amount of Securities Beneficially Owned at End of Month	6) Nature of Indirect or Beneficial Ownership
Common Stock	04/06/98	M	2,500.0000 A \$22.3750		D
Common Stock	04/06/98	S	2,500.0000 D \$75.3750		D
Common Stock	04/06/98	M	2,500.0000 A \$22.3750		D
Common Stock	04/06/98	S	2,500.0000 D \$75.2500		D
Common Stock	04/20/98	G V	950.0000 D \$74.9375	61,866.0000	D
Common Stock				184.8260	I 401(k) Plan
Common Stock				23,430.0000	I by Spouse
Common Stock	04/20/98	G V	950.0000 A \$74.9375	9,922.7036	I by Trusts (1)

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
Non-Qualified Stock Option (right to buy)	\$22.3750	04/06/98	M	2,500.0000	01/05/02
Non-Qualified Stock Option (right to buy)	\$22.3750	04/06/98	M	2,500.0000	01/05/02

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 Month	10) Nature of Indirect or Beneficial Ownership
Non-Qualified Stock Option (right to buy)	04/06/98	Common Stock	2,500.0000		D
Non-Qualified Stock Option (right to buy)	04/06/98	Common Stock	2,500.0000	6,000.0000	D

Explanation of Responses:

(1)  
These shares are held in trusts for the benefit of the reporting person's adult children and two grandchildren. The reporting person's wife is trustee for each of the said trusts. The filing of this form does not constitute an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of any equity securities covered by the statement.

Beneficial holdings reflected on this report do not include changes in the reporting person's holdings of securities resulting from participation in the issuer's qualified employee stock plan since the last filing of a report disclosing transactions related to such participation.

SIGNATURE OF REPORTING PERSON  
/s/ Viviano Joseph P  
DATE 05/06/98