Washington, D.C. 20549							
FORM 5 ANNUAL STATEMENT OF CHANGES IN	I BENEFICIAL OW	NERSHIP					
[] Check box if no longer s may continue.	subject to Sect	ion 16. Form	4 or Form	5 obligation	s		
[] Form 3 Holdings Reported							
[] Form 4 Transactions Report	ed						
 Name and Address of Reporti Boscia, Jon A. 100 Crystal A Drive 	ng Person(s)						
Hershey, Pennsylvania 1703 2. Issuer Name and Ticker or T Hershey Foods Corporation (3. I.R.S. Identification Numbe	rading Symbol HSY)	Person, if a	ın entity	(Voluntary)			
4. Statement for Month/Year							
12/01 5. If Amendment, Date of Origi 6. Relationship of Reporting F [X] Director [] Officer (give title bel	Person(s) to Is: [] 10% Ow	suer (Check a ner		able)			
7. Individual or Joint/Group F [X] Form filed by One Repor [] Form filed by More than	ting Person		e)				
Table I Non-Derivative Secur	ities Acquired	Disposed of	or Bene	ficially Owne	d		
Table I Non-Derivative Securities Acquired, 1)Title of Security		2)Trans- action Date (Month/	3.Trans- 4. action or Code	4.Securities or Disposed	Acquired(A)	5)Amount of 6) 7)Nature of Securities Indirect Beneficially D Beneficial Owned at or Ownership	Indirect D Beneficial
							•
		Day/Year)	Code	Amount	D Price	End of Year	I
Common Stock		Day/Year) 10/01/01	Code	Amount 154.6310	D Price		•
Common Stock Table II (PART 1) Derivative S Owned (Columns 1 through 6)	Securitites Acq	10/01/01	Α	154.6310	Α	End of Year	I
Table II (PART 1) Derivative S	2)Conversion or Exercise Price of Derivative	10/01/01	A sed of, or 4)Tr acti Code	154.6310 Beneficially ans- 5)Numbe on Securit or Disp	A r of Derivative ies Acquired (A) osed of (D)	1,154.6310 6)Date Expire	D Direct e Exercisable and ation Date
Table II (PART 1) Derivative S Owned (Columns 1 through 6) 	2)Conversion or Exercise Price of	10/01/01 uired, Dispos 3)Trans- action	A sed of, or4)Tr acti	154.6310 Beneficially ans- 5)Numbe on Securit or Disp	A r of Derivative ies Acquired (A)	1,154.6310 6)Date Expire	D Direct
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Table II (PART 1) Derivative S Owned (Columns 1 through 6) 1)Title of Derivative Security	2)Conversion or Exercise Price of Derivative Security \$0.00000	10/01/01 uired, Dispos 3)Trans- action Date 12/15/01	A sed of, or 4)Tr acti Code Code	154.6310 Beneficially ans- 5)Numbe on Securit or Disp A 48.6620	A r of Derivative ies Acquired (A) osed of (D) D	1,154.6310 6)Date Expire	D Direct e Exercisable and ation Date
Table II (PART 1) Derivative S Owned (Columns 1 through 6) 1)Title of Derivative Security Common Stock Equivalents (1) Table II (PART 2) Derivative S	2)Conversion or Exercise Price of Derivative Security \$0.00000 Securitites Acquigh 11) 3)Trans- 7)Taction of indicate Security	10/01/01 uired, Dispos 3)Trans- action Date 12/15/01 uired, Dispos itle and Amou Underlying urities	A sed of, or 4)Tr acti Code Code	154.6310 Beneficially ans- 5)Numbee on Securit or Disp A 48.6620 Beneficially Amount Number	A r of Derivative ies Acquired (A) osed of (D) D 8)Price of Derivative or Security	9)Number of Derivative Securities Beneficially Owned at	D Direct e Exercisable and ation Date
Table II (PART 1) Derivative S Owned (Columns 1 through 6) 1)Title of Derivative Security Common Stock Equivalents (1) Table II (PART 2) Derivative S Owned (Columns 1,3 and 7 through) 1)Title of Derivative	2)Conversion or Exercise Price of Derivative Security \$0.00000 Gecuritites Acquigh 11) 3)Trans-7)T. action of	10/01/01 uired, Dispos 3)Trans- action Date 12/15/01 uired, Dispos itle and Amou Underlying urities	A sed of, or 4)Tr acti Code Code	154.6310 Beneficially ans- 5)Numbe on Securit or Disp A 48.6620 Beneficially	A r of Derivative ies Acquired (A) osed of (D) D 8)Price of Derivative or Security	1,154.6310 6)Date Expired Exerce 9)Number of Derivative Securities Beneficially	D Direct e Exercisable and ation Date isable Expiration 10) 11)Nature of Indirect D Beneficial or Ownership

Explanation of Responses:

(1) 2001 Director's fees deferred as Deferred Stock Units under the Director's Compensation Plan.

SIGNATURE OF REPORTING PERSON /S/ Boscia, Jon A. DATE FEBRUARY 7, 2002