FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OIVIB APP	ROVAL
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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

1. Name and Address of Reporting Person* COUGHLAN GARY P					2. Issuer Name and Ticker or Trading Symbol HERSHEY FOODS CORP [HSY]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
														_	X D	irector		10% C)wner	
(Last)	ast) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 07/01/2003										fficer (give title elow)		Other (specify below)			
(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
(Olicci)															X Form filed by One Reporting Person					
(City)	(City) (State) (Zip)														F	orting				
		Tabl	e I - Non	-Deriv	ative	Se	curitie	s Acc	uired,	Dis	posed o	f, or	Bene	ficia	ally Ov	/ned				
1					2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)			nd Se Be Ow	Amount of curities neficially ned Following ported	Form:	nership Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code	v	Amount	(A (C	A) or D)	Price	Tra	nsaction(s) str. 3 and 4)			(msu. 4)			
Common Stock 07/01/									A		143.39	9 A		69.	74	2,980.8861		D		
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 I if any (Month/Day	Date, Transact Code (Ins					6. Date E Expiratio (Month/D		Amount of			8. Price Derivati Security (Instr. 5)	derivative Securities	Ov Fo Dii or (I)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amo or Num of Shar	ber						

Explanation of Responses:

Gary P. Coughlan

07/02/2003

** Signature of Reporting Person

Date

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

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.

 $^{^{\}star}$ 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).