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

| OMB Number: | 3235-0287 | | | | | | |
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| Estimated average burden | | | | | | | |
| hours per response: | 0.5 | | | | | | |

| STATEMENT | OF CHANC | SES IN REN | OWNERSHIP |
|-----------|----------|--------------|------------|
| | | 363 IIN DEIN | JWINERSHIP |

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

| | | Table I - Non | -Derivative S | ecunites Acq | uneu, Dis | posed of, of Defie | incluiny | Owneu | | | |
|--|---------|---------------|---------------|--|---------------|--------------------|--|--|----------------|---------------|--|
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | |
| Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | | ended to | | | |
| (City) | (State) | (Zip) | Rul | e 10b5-1(c) | Transac | tion Indication | , | | | | |
| (Street) HERSHEY | РА | 17033 | | | | | X | Form filed by On Form filed by Mc Person | 1 0 | | |
| 19 EAST CHOCOLATE AVENUE | | | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Al Line) | | | | | | | |
| (Last) | (First) | (Middle) | | te of Earliest Transa 1/2023 | action (Month | /Day/Year) | | Officer (give title below) | Other below | (specify) | |
| 1. Name and Address of Reporting Person [*] Perez Juan R. | | | | uer Name and Tick RSHEY CO | | Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | |

| | Date (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. 5) 8) | | Disposed Of (D) (Instr. 3, 4 and 5) | | | Securities Beneficially Owned Following Reported | (D) or Indirect | of Indirect Beneficial Ownership |
|--------------|--------------------------|---|--------------------------------------|---|--|---------------|-------------------|---|------------------|--|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 10/01/2023 | | A | | 210.929 | Α | \$ <mark>0</mark> | 4,789.955 | D ⁽¹⁾ | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | (0.9., p. | , | | | , | ••••••• | | | •••••• | 7 | - | | | | | | | | | | | |
|---|---|--|---|------------------------------|---|-----|---|---------------------|--|-------|--|---|---|-------------------------------------|--|-----------------|--|-------------------------------------|--|---|--|--|--|--|
| 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. Transa Code (8) | | | action of Expiration Date (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 | | Expiration Date (Month/Day/Year) urities uired or oosed o)), ir, 3, 4 | | Expiration Date (Month/Day/Year) | | | Expiration Date (Month/Day/Year) | | Expiration Date | | Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (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 3.710 shares acquired on September 15, 2023, 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> | 10/03/2023 |
|---------------------------------------|------------|
| <u>for Juan R. Perez</u> | 10/00/2020 |
| ** 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.