

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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* <b>Buck Michele</b>			2. Issuer Name and Ticker or Trading Symbol <b>HERSHEY CO [ HSY ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chairman, President and CEO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>05/15/2023</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
19 E. CHOCOLATE AVENUE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <b>HERSHEY PA 17033</b>								
(City) (State) (Zip)			<b>Rule 10b5-1(c) Transaction Indication</b>					
			<input checked="" type="checkbox"/> 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.					

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/15/2023		M		4,251	A	\$105.96	146,002	D	
Common Stock	05/15/2023		S		3,337	D	\$270.701 <sup>(1)</sup>	142,665	D	
Common Stock	05/15/2023		S		600	D	\$271.785 <sup>(2)</sup>	142,065	D	
Common Stock	05/15/2023		S		300	D	\$272.6 <sup>(3)</sup>	141,765	D	
Common Stock	05/15/2023		S		14	D	\$274.13	141,751	D	
Common Stock	05/15/2023		S		3,860	D	\$270.69 <sup>(4)</sup>	137,891	D	
Common Stock	05/15/2023		S		900	D	\$271.939 <sup>(5)</sup>	136,991	D	
Common Stock	05/15/2023		S		200	D	\$272.835 <sup>(6)</sup>	136,791	D	
Common Stock	05/15/2023		S		40	D	\$274.112 <sup>(7)</sup>	136,751	D	
Common Stock	05/15/2023		S		3,819	D	\$270.681 <sup>(8)</sup>	132,932	D	
Common Stock	05/15/2023		S		865	D	\$271.562 <sup>(9)</sup>	132,067	D	
Common Stock	05/15/2023		S		300	D	\$272.67 <sup>(10)</sup>	131,767	D	
Common Stock	05/15/2023		S		16	D	\$274.17	131,751	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 Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	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
Non-qualified Stock Option (Right to Buy)	\$105.96	05/15/2023		M		4,251		(11)	02/17/2024	Common Stock	4,251	\$0	8,502	D	

**Explanation of Responses:**

- This reflects the weighted average price for the shares, which were sold in multiple transactions at prices that ranged from \$270.240 to \$271.220. Upon the request of the SEC staff, the issuer or a security holder of the issuer, the reporting person undertakes to provide information regarding the number of shares sold at each separate price.
- This reflects the weighted average price for the shares, which were sold in multiple transactions at prices that ranged from \$271.450 to \$272.190. Upon the request of the SEC staff, the issuer or a security holder of the issuer, the reporting person undertakes to provide information regarding the number of shares sold at each separate price.
- This reflects the weighted average price for the shares, which were sold in multiple transactions at prices that ranged from \$272.470 to \$272.670. Upon the request of the SEC staff, the issuer or a security holder of the issuer, the reporting person undertakes to provide information regarding the number of shares sold at each separate price.
- This reflects the weighted average price for the shares, which were sold in multiple transactions at prices that ranged from \$270.280 to \$271.215. Upon the request of the SEC staff, the issuer or a security holder of the issuer, the reporting person undertakes to provide information regarding the number of shares sold at each separate price.

5. This reflects the weighted average price for the shares, which were sold in multiple transactions at prices that ranged from \$271.655 to \$272.505. Upon the request of the SEC staff, the issuer or a security holder of the issuer, the reporting person undertakes to provide information regarding the number of shares sold at each separate price.
6. This reflects the weighted average price for the shares, which were sold in multiple transactions at prices that ranged from \$272.820 to \$272.850. Upon the request of the SEC staff, the issuer or a security holder of the issuer, the reporting person undertakes to provide information regarding the number of shares sold at each separate price.
7. This reflects the weighted average price for the shares, which were sold in multiple transactions at prices that ranged from \$274.100 to \$274.330. Upon the request of the SEC staff, the issuer or a security holder of the issuer, the reporting person undertakes to provide information regarding the number of shares sold at each separate price.
8. This reflects the weighted average price for the shares, which were sold in multiple transactions at prices that ranged from \$270.240 to \$271.190. Upon the request of the SEC staff, the issuer or a security holder of the issuer, the reporting person undertakes to provide information regarding the number of shares sold at each separate price.
9. This reflects the weighted average price for the shares, which were sold in multiple transactions at prices that ranged from \$271.290 to \$271.810. Upon the request of the SEC staff, the issuer or a security holder of the issuer, the reporting person undertakes to provide information regarding the number of shares sold at each separate price.
10. This reflects the weighted average price for the shares, which were sold in multiple transactions at prices that ranged from \$272.660 to \$272.680. Upon the request of the SEC staff, the issuer or a security holder of the issuer, the reporting person undertakes to provide information regarding the number of shares sold at each separate price.
11. The options vested according to the following schedule: 25% vested on February 18, 2015, 25% vested on February 18, 2016, 25% vested on February 18, 2017 and 25% vested on February 18, 2018.

/s/ Lauren H. Lacey, Agent for  
Michele G. Buck 05/16/2023

\*\* 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.**