

---

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

---

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

April 22, 2003

Date of Report (Date of earliest event reported)

**Hershey Foods Corporation**

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-183

(Commission File Number)

23-0691590

(IRS Employer Identification No.)

100 Crystal A Drive, Hershey, Pennsylvania 17033

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (717) 534-6799

Page 1 of 3 Pages  
Exhibit Index - Page 3

---

INFORMATION TO BE INCLUDED IN REPORT

The information in this Current Report on Form 8-K, including the exhibits, is furnished pursuant to Item 9 and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities under that Section. Furthermore, the information in this Current Report on Form 8-K, including the exhibits, shall not be deemed to be incorporated by reference into the filings of Hershey Foods Corporation under the Securities Act of 1933.

Item 9. Regulation FD Disclosure

On April 22, 2003, Hershey Foods Corporation (the "Corporation") announced that John M. Pietruski has retired from the Corporation's Board of Directors ("Board"), and Harriet Edelman and Marie J. Toulantis have been elected to the Board, effective April 22, 2003. A copy of the Corporation's press release announcing Mr. Pietruski's retirement is furnished herewith as Exhibit 99.1 and a copy of the Corporation's press release announcing the election of Mmes. Edelman and Toulantis to the Board is furnished herewith as Exhibit 99.2.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: April 22, 2003

HERSHEY FOODS CORPORATION

By: /s/Frank Cerminara  
Frank Cerminara  
Senior Vice President,  
Chief Financial Officer

Page 2 of 3 Pages  
Exhibit Index - Page 3

---

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Hershey Foods Corporation Press Release dated April 22, 2003 (John M. Pietruski retirement from Board of Directors)
99.2	Hershey Foods Corporation Press Release dated April 22, 2003 (Election to Board of Directors of Harriet Edelman and Marie J. Toulantis)

Page 3 of 3 Pages  
Exhibit Index - Page 3

**John M. Pietruski to Retire from Hershey Foods Corporation's Board of Directors**

**HERSHEY, Pa., April 22, 2003** - Hershey Foods Corporation today announced that John M. Pietruski has retired from its Board of Directors effective April 22, 2003. A Hershey Foods Director since 1987, he chaired the Committee on Directors and Corporate Governance and was a member of the Executive Committee.

Pietruski also is Chairman of the Board of Texas Biotechnology Corporation, Houston, Texas, a pharmaceutical research and development company. He is a director of FirstEnergy Corporation and Professional Detailing Inc.

In announcing the retirement, Richard H. Lenny, Chairman, President and Chief Executive Officer said, "Hershey has benefited greatly from Jack's vast experience, discerning questions and solid advice over the past 16 years. We thank him for his dedicated service to the Company."

**About Hershey Foods Corporation**

Hershey Foods Corporation (NYSE:HSY) is the leading North American manufacturer of quality chocolate and non-chocolate confectionery and chocolate-related grocery products. Some of the company's most popular products include HERSHEY'S<sup>®</sup> chocolate and chocolate with almonds bars, HERSHEY'S<sup>®</sup> KISSES<sup>®</sup> chocolates, REESE'S<sup>®</sup> peanut butter cups, JOLLY RANCHER<sup>®</sup> and TWIZZLERS<sup>®</sup> candies, HERSHEY'S<sup>®</sup> cocoa, and HERSHEY'S<sup>®</sup> syrup. The company also is a market leader in the gum and mint category with such well-known brands as ICE BREAKERS<sup>®</sup>, BREATH SAVERS<sup>®</sup>, and BUBBLE YUM<sup>®</sup>.

Media Contact: Christine M. Dugan (717) 508-3238

###

**Harriet Edelman and Marie J. Toulantis Elected to  
Hershey Foods Corporation's Board of Directors**

**HERSHEY, Pa., April 22, 2003** - Hershey Foods Corporation today announced the election to its Board of Directors of Harriet Edelman, Senior Vice President and Chief Information Officer, Avon Products, Inc., and Marie J. Toulantis, Chief Executive Officer, Barnes & Noble.com, effective April 22, 2003.

In announcing the elections, Richard H. Lenny, Chairman, President and Chief Executive Officer said, "We're most pleased to have both Harriet and Marie join the Hershey Foods Board of Directors. Their vast experience in the consumer goods industry is of great value as we continue to build the Hershey portfolio of leading brands."

Harriet Edelman currently serves as Senior Vice President and Chief Information Officer, Avon Products, Inc., with responsibility for Avon's information technology strategy and operations globally. Avon's 1,400 Information Technology Associates around the world deliver technology infrastructure and solutions to serve the company's 3.9 million sales Representatives and operations in 143 countries. Edelman has held leadership positions in marketing, sales, supply chain, customer service, and planning and information technology, with U.S. and international responsibilities. She is a member of the Operating Committee and has served as an officer of the company since 1987.

Edelman holds a master's of business administration in marketing from Fordham's Graduate Business School and a bachelor's degree in music from Bucknell University. She serves on the Board of Directors of the Blair Corporation, the Direct Selling Association, the Police Athletic League and the Institute of Women's Policy Research.

- more -

Marie J. Toulantis currently serves as Chief Executive Officer of Barnes & Noble.com, the publicly-traded Internet commerce company. Toulantis joined Barnes & Noble.com as Chief Financial Officer in 1999 and oversaw its successful initial public offering (IPO), which raised nearly \$500 million in the largest Internet IPO to be completed at that time. She was appointed President and Chief Operating Officer in 2001, and under her leadership Barnes & Noble.com has become one of the top-five e-commerce Web sites, attracting approximately 10 million unique visitors per month. Toulantis joined Barnes & Noble, Inc., in 1997 as Executive Vice President with responsibility for Finance and later was appointed Chief Financial Officer. Prior to Barnes & Noble, Inc., she served as Senior Vice President at the Chase Manhattan Bank where she oversaw the bank's relationship with mid-size companies in Manhattan.

Toulantis holds a bachelor's of business administration in marketing from Pace University's Lubin School of Business.

**About Hershey Foods Corporation**

Hershey Foods Corporation (NYSE:HSY) is the leading North American manufacturer of quality chocolate and non-chocolate confectionery and chocolate-related grocery products. Some of the company's most popular products include HERSHEY'S<sup>®</sup> chocolate and chocolate with almonds bars, HERSHEY'S<sup>®</sup> KISSES<sup>®</sup> chocolates, REESE'S<sup>®</sup> peanut butter cups, JOLLY RANCHER<sup>®</sup> and TWIZZLERS<sup>®</sup> candies, HERSHEY'S<sup>®</sup> cocoa, and HERSHEY'S<sup>®</sup> syrup. The company also is a market leader in the gum and mint category with such well-known brands as ICE BREAKERS<sup>®</sup>, BREATH SAVERS<sup>®</sup>, and BUBBLE YUM<sup>®</sup>.

Media Contact: Christine M. Dugan (717) 508-3238

###