

FORM 5
ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Form 3 Holdings Reported

Form 4 Transactions Reported

1. Name and Address of Reporting Person(s)
Campbell, Robert H.
Sunoco, Inc.
Ten Penn Center
1801 Market Street
Philadelphia, PA 19103-1699
2. Issuer Name and Ticker or Trading Symbol
Hershey Foods Corporation (HSY)
3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
4. Statement for Month/Year
12/00
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

| 1) Title of Security | 2) Trans- action Date (Month/ Day/Year) | 3. Trans- action Code | 4. Securities or Disposed of Amount | 5) Securities Acquired(A) or D Price | 6) Amount of Securities Beneficially Owned at End of Year | 7) Nature of Indirect or Beneficial Ownership |
|----------------------|-----------------------------------------------------|-----------------------------|-------------------------------------------|-----------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------------------------|
| Common Stock | 12/31/00 | J | 23.5699 | A \$0.00000 (1) | 1,098.8605 | D Direct |

Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1 through 6)

| 1) Title of Derivative Security | 2) Conversion or Exercise Price of Derivative Security | 3) Trans- action Date | 4) Trans- action Code | 5) Number of Derivative Securities Acquired (A) or Disposed of (D) | 6) Date Exercisable and Expiration Date |
|------------------------------------|--------------------------------------------------------------------|-----------------------------|-----------------------------|--------------------------------------------------------------------------|--------------------------------------------|
| | | | | A D | Exercisable Expiration |
| Common Stock Equivalents (2) | | 12/15/00 (3) | J | 1,420.6890 | |

Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1,3 and 7 through 11)

| 1) Title of Derivative Security | 3) Trans- action Date | 7) Title and Amount of Underlying Securities | 8) Price of Deri- vative Security | 9) Number of Derivative Securities Beneficially Owned at End of Year | 10) Nature of Indirect or Beneficial Ownership |
|------------------------------------|-----------------------------|----------------------------------------------------|--------------------------------------------|-------------------------------------------------------------------------------------|------------------------------------------------------------|
| | | Title | Amount or Number of Shares | | D I |
| Common Stock Equivalents (2) | 12/15/00 (3) | Common Stock | 1,420.6890 | (4) | 6,134.6270 D Direct |

Explanation of Responses:

(1)
These shares were acquired from January 1, 2000 through December 31, 2000 pursuant to a Hershey Foods Dividend Reinvestment Plan. Shares were purchased quarterly at prices ranging from \$47.00 to \$64.375.

(2)
These units were acquired as dividends reinvested on units deferred previously under the Director's Compensation Plan and new deferrals of 2000 director's fees under the Plan; 109.808 units were reinvested dividends and 1,310.881 were deferrals of 2000 director's fees.

(3)
Reinvested dividends were acquired on 3/15/00, 6/15/00, 9/15/00 and 12/15/00; 2000 deferred director's fees were credited on 5/1/00 and 12/15/00.

(4)
Units were acquired at various times throughout the year as noted in Footnote 3. These prices range from \$43.75 to \$58.6875.

/S/ Campbell, Robert H.
DATE 02/08/2001