

FORM 4
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

- Name and Address of Reporting Person(s)
Kwiat Kenneth
Corporate Headquarters
100 Crystal A Drive
Hershey, PA 17033
- Issuer Name and Ticker or Trading Symbol
Hershey Foods Corporation (HSY)
- IRS or Social Security Number of Reporting Person (Voluntary)
###-##-####
- Statement for Month/Year
April 1998
- If Amendment, Date of Original (Month/Year)
- Relationship of Reporting Person(s) to Issuer (Check all applicable)
[] Director [] 10% Owner
[X] Officer (give title below) [] Other (specify below)
Vice President, Manufacturing
- Individual or Joint/Group Filing (Check Applicable Line)
[X] 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) Transaction Date (Month/Day/Year)	3) Transaction Code	4) Securities Acquired or Disposed of (A) Amount	5) Amount of Securities Beneficially Owned at End of Month	6) Nature of Indirect or Ownership	7) Nature of Indirect or Ownership
Common Stock				210.0000	I	by Trust (1)
Common Stock	04/07/98	M	2,700.0000 A \$22.3750		D	
Common Stock	04/07/98	S	2,700.0000 D \$75.1875		D	
Common Stock	04/07/98	M	4,000.0000 A \$22.3750		D	
Common Stock	04/07/98	S	4,000.0000 D \$75.1250	4,458.0000	D	
Common Stock				5,568.1736	I	401(k) Plan

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) Transaction Date	4) Transaction Code	5) Number of Derivative Securities Acquired (A) or Disposed of (D)	6) Date Exercisable and Expiration Date
Non-Qualified Stock Option (right to buy)	\$22.3750	04/07/98	M	2,700.0000	01/05/02
Non-Qualified Stock Option (right to buy)	\$22.3750	04/07/98	M	4,000.0000	01/05/02

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) Transaction Date	7) Title and Amount of Underlying Securities	8) Price of Derivative Security	9) Number of Derivative Securities Beneficially Owned at End of Month	10) Nature of Indirect or Ownership
Non-Qualified Stock Option (right to buy)	04/07/98	Common Stock	2,700.0000		D
Non-Qualified Stock Option (right to buy)	04/07/98	Common Stock	4,000.0000	0.0000	D

Explanation of Responses:

(1)
These shares are held in a trust for the benefit of the reporting person's adult child. The reporting person's wife is trustee for said trust. The filing of this form does not constitute an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934, or otherwise, the beneficial owner of any equity securities covered by the statement.

Beneficial holdings reflected on this report do not include changes in the reporting person's holdings of securities resulting from participation in the issuer's qualified employee stock plan since the last filing of a report disclosing transactions related to such participation.

SIGNATURE OF REPORTING PERSON
/s/ Kwiat Kenneth
DATE 05/08/98