

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

Date of Report (Date of earliest event reported): August 13, 2002

HERSHEY FOODS CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

1-183

23-0691590

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. 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 August 13, 2002, Richard H. Lenny, Chief Executive Officer of Hershey Foods Corporation (the "Corporation") and Frank Cerminara, Chief Financial Officer of the Corporation, each filed with the Securities and Exchange Commission (the "Commission") a sworn statement pursuant to the Commission's order under Section 21(a) (1) of the Securities Exchange Act of 1934 No. 4-460. Copies of the statements are included in this Form 8-K as Exhibits 99.01 and 99.02.

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: August 13, 2002

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

Exhibit No.	Description
-----	-----
99.01	Statement of Richard H. Lenny, Chief Executive Officer of Hershey Foods Corporation, dated August 12, 2002, pursuant to the Securities and Exchange Commission's order requiring the filing of sworn statements under Section 21(a) (1) of the Securities Exchange Act of 1934 No. 4-460.
99.02	Statement of Frank Cerminara, Chief Financial Officer of Hershey Foods Corporation, dated August 12, 2002, pursuant to the Securities and Exchange Commission's order requiring the filing of sworn statements under Section 21(a) (1) of the Securities Exchange Act of 1934 No. 4-460.

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Richard H. Lenny, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Hershey Foods Corporation, and, except as corrected or supplemented in a subsequent covered report:

- o no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- o no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with Hershey Foods Corporation's Audit Committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- o the 2001 Annual Report on Form 10-K of Hershey Foods Corporation;
- o all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Hershey Foods Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- o any amendments to any of the foregoing.

/s/ Richard H. Lenny

Richard H. Lenny

Subscribed and sworn to before me
this 12th day of August, 2002.

Date: August 12, 2002

/s/ Walter Free Jr.

Notary Public

Walter Free Jr.
Notary Public, State of New York
No. 01FR6014516
Qualified in Kings County
My commission expires: October 13, 2006

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Frank Cerminara, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Hershey Foods Corporation, and, except as corrected or supplemented in a subsequent covered report:

- o no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- o no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with Hershey Foods Corporation's Audit Committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- o the 2001 Annual Report on Form 10-K of Hershey Foods Corporation;
- o all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Hershey Foods Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- o any amendments to any of the foregoing.

/s/ Frank Cerminara

Frank Cerminara

Subscribed and sworn to before me
this 12th day of August, 2002.

Date: August 12, 2002

/s/ Walter Free Jr.

Notary Public

Walter Free Jr.
Notary Public, State of New York
No. 01FR6014516
Qualified in Kings County
My commission expires: October 13, 2006