

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)
McDonald Mackey J.
VF Corporation
1047 N. Park Road
Wyomissing, PA 19610
2. Issuer Name and Ticker or Trading Symbol
Hershey Foods Corporation (HSY)
3. IRS or Social Security Number of Reporting Person (Voluntary)
###-##-####
4. Statement for Month/Year December 31, 1997
5. If Amendment, Date of Original (Month/Year)
February 1998
6. Relationship of Reporting Person(s) to Issuer (Check all applicable) [X]
Director [] 10% Owner [] Officer (give title below) [] Other (specify below)
7. 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) Trans- action Date (Month/ Day/Year)	3. Trans- action Code Code	4. Securities Acquired(A) or Disposed of (D) A or D Price	5) Amount of Securities Beneficially Owned at End of Year	6) D or I	7) Nature of Indirect Beneficial Ownership
Common Stock				400.0000		D

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 Code	5) Number of Derivative Securities Acquired (A) or Disposed of (D) A D	6) Date Exercisable and Expiration Date Exercisable Expiration
Common Stock Equivalents (1)		12/15/97 (2)	J	615.5410	

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 Title	8) Price of Deri- vative Security Amount or Number of Shares	9) Number of Derivative Securities Beneficially Owned at End of Year	10) D or I	11) Nature of Indirect Beneficial Ownership
Common Stock Equivalents (1)	12/15/97 (2)	Common Stock	615.5410	(3)		D

Explanation of Responses:

(1)
These units were acquired as dividends reinvested on units previously deferred under the Director's Compensation Plan and new deferrals of 1997 director's fees under the Plan; 5.328 units were reinvested dividends and 610.213 units were deferral of 1997 director's fees. (2) Reinvested dividends were acquired on 3/14/97, 6/13/97, 9/15/97 and 12/15/97; 1997 deferred director's fees were credited on 5/1/97 and 12/15/97. (3) Units were acquired at various times throughout the year as noted in Footnote 2. These prices range from \$50.00 to \$63.313.

SIGNATURE OF REPORTING PERSON
/S/ McDonald Mackey J.
DATE 01/29/98