

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)
Loren, Allan Z
American Express Company
World Financial Center
200 Vesey Street
New York, NY 10285-5107
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
12/99
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 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				100.0000	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) A D	6) Date Exercisable and Expiration Date Exercisable Expiration
Common Stock Equivalents (1)	\$0.00000	12/15/99 (2)	J	864.6220	

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)	12/15/99 (2)	Common Stock	864.6220	(3)	864.6220	D Direct

Explanation of Responses:

- (1) These units were acquired as dividends reinvested on units deferred under the Director's Compensation Plan; 2.513 units were reinvested dividends and 862.109 were deferrals of 1999 director's fees.
- (2) Reinvested dividends were acquired on 6/15/99, 9/15/99 and 12/15/99; 1999 deferred director's fees were credited on 4/30/99 and 12/31/99.
- (3) Units were acquired at various times throughout the year as noted in Footnote 2. These prices range from \$48.2500 to \$54.9375.

SIGNATURE OF REPORTING PERSON
/S/ Loren, Allan Z
DATE 02/01/00