Instruction 1(b).

## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

						inpully / loc of 1010							
	ress of Reporting Per	son*		uer Name <b>and</b> Tick RSHEY CO		Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
HABEN MARY KAY				L			X	Director	10% 0	Jwner			
(Last) 19 E. CHOCO	(First) LATE AVENUE	(Middle)		e of Earliest Transa 1/2022	action (Month/	Day/Year)		Officer (give title below)	Other below	(specify )			
,			4. If A	mendment, Date of	f Original Filed	I (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable						
(Street)							Line)	Form filed by One Reporting Person					
HERSHEY	PA	17033											
								Form filed by More than One Reporting Person					
(City)	(State)	(Zip)											
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			

	1	· · ·	L '					Reported		(Instr. 4)	
			Code V		Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)	
Common Stock	10/01/2022		A		178.955	A	\$ <mark>0</mark>	13,187.392	<b>D</b> <sup>(1)</sup>		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned											

								convertib	le se	curities	)					
	1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The total amount of securities reported as directly owned in Column 5 includes 61.074 shares acquired on September 15, 2022, pursuant to a dividend reinvestment feature of the Company's Directors' Compensation Plan, the provisions of which are substantially similar to the dividend reinvestment features of the broad-based dividend reinvestment plan available generally to Company stockholders.

## /s/ Kathleen S. Purcell, Agent for Mary Kay Haben <u>10/03/2022</u>

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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