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HERSHEY FOODS CORP

Form 5

February 08, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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) Boscia, Jon A. 100 Crystal A Drive

Hershey, Pennsylvania 17033

- 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

12/01

Common Stock

- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

[] 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

Tahla T	Non-Derivative	Sacurities	Acquired	Dienosad	οf	or	Reneficially	7 Owned
Table I	NOII-Delivative	Securities	ACGUITEG,	DISPOSED	O_{\perp}	OT	Delleticiati	Ownea

1) Title of Security	2)Trans- action		4.Securities Acquired(A) or Disposed of (D)			
	Date	Code		Α		
	(Month/			or		
	Day/Year)	Code	Amount	D	Price	

10/01/01 A 154.6310 A

Table II (PART 1) Derivative Securitites Acquired, Disposed of, or Beneficially Owned (Columns 1 through 6)

1)Title of Derivative Security	2)Conversion or Exercise Price of Derivative	3)Trans- action Date	4)Trans- action Code	5) Number of Derivative Securities Acquired (A) or Disposed of (D)	
	Security		Code	A	D

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Common Stock Equivalents (1) \$0.00000 12/15/01 J 48.6620

Table II (PART 2) Derivative Securitites Acquired, Disposed of, or Beneficially

Owned (Columns 1,3 and 7 through 11)

1)Title of Derivative 3)Trans-7)Title and Amount 8)Price
Security action of Underlying of DeriDate Securities vative
Amount or Security
Number of

- Title Shares

Common Stock Equivalents (1) 12/15/01 Common Stock 48.6620

SIGNATURE OF REPORTING PERSON /S/ Boscia, Jon A.
DATE FEBRUARY 7, 2002