## Edgar Filing: HERSHEY FOODS CORP - Form 4

HERSHEY Form 4 February 17	FOODS CORP							
FORM	<b>14</b> UNITED	STATES SE	CURITIES AND EXCHANGI Washington, D.C. 20549	E COMMISSION	OMB APP OMB Number:	ROVAL 3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b).								
(Print or Type	Responses)							
	Address of Reporting ST THOMAS K	Syn	Issuer Name <b>and</b> Ticker or Trading nbol RSHEY FOODS CORP [HSY]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 100 CRYS	(First) (	(Mo	Date of Earliest Transaction onth/Day/Year) 15/2005	Director 10% Owner X_ Officer (give title Other (specify below) below) SVP, Chief Marketing Officer				
(Street) HERSHEY, PA 17033			f Amendment, Date Original d(Month/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
		(7.)		Person	1			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities		-	Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date any	3. 4. Securities c, if TransactionAcquired (A) or Code Disposed of (D) ear) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price	SecuritiesForBeneficially(D)Owned(I)Following(InReportedTransaction(s)(Instr. 3 and 4)	orm: Direct In ) or Indirect Be ) O			
Reminder: Re	port on a separate line	e for each class o	information con required to resp	or indirectly. spond to the collect itained in this form a bond unless the form ently valid OMB cont	ire not 1	C 1474 (9-02)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 61.7	02/15/2005		А		34,850		<u>(1)</u>	02/14/2015	Common Stock	34,8

## **Reporting Owners**

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
HERNQUIST THOMAS K 100 CRYSTAL A DRIVE HERSHEY, PA 17033			SVP, Chief Marketing Officer	
Signatures				
Thomas V				

7/2005
Date

## **Explanation of Responses:**

- \* 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).

Options vest according to the following schedule: 25% vest on the first anniversary of the grant date, an additional 25% vest on the
 (1) second anniversary of the grant date, an additional 25% vest on the third anniversary of the grant date, and the options become fully vested on the fourth anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.