Edgar Filing: HERSHEY FOODS CORP - Form 4

SHEY FOODS CORP 4 ary 08, 2002 UNITED STATES SECURITIES AND E Washington, D.C. 20549	EXCHANGE COMMISS	SION				
FORM 4 STATEMENT OF CHANGES IN BENEFI	CIAL OWNERSHIP					
 Check this box if no lor obligations may continue. Name and Address of Reporti Matthews Milton 100 Crystal A Drive 	.ng Person(s)	Section 16.	Form 4 or	Form 5		
Hershey, Pennsylvania 1703 2. Issuer Name and Ticker or T Hershey Foods Corporation (3. I.R.S. Identification Numbe	Trading Symbol (HSY)	Person, if a	an entity	(Volunta	ary)	
4. Statement for Month/Year						
01/02 5. If Amendment, Date of Origi 6. Relationship of Reporting F [] Director [X] Officer (give title bel	Person(s) to Iss [] 10% Owr .ow) [] Other	suer (Check a ner		able)		
<pre>V.P., Chief Customer Office 7. Individual or Joint/Group F [X] Form filed by One Repor [] Form filed by More than</pre>	Tiling (Check Ag ting Person	-	ne)			
Table I Non-Derivative Securities Acquired, 		Disposed of 2)Trans- action Date (Month/ Day/Year)	3.Trans- action Code	4.Secur or Disp	rities Acq posed of (A or	D)
Common Stock Common Stock		12/31/01 (1	.) A	221.170	00 A	(1)
Table II (PART 1) Derivative S Owned (Columns 1 through 6)	-	.red, Dispose			_	
	2)Conversion or Exercise	3)Trans-	4)Tra actie	ans- 5) on Se	Number of	Derivative Acquired (A)
	Security			V A		D
Deferred Performance Share Uni	t\$0.00000	02/08/01	A	39	92.0000	
(2) Non-Qualified Stock Option (right to buy) (3)	\$69.31000	01/22/02	A	10	0,000.0000	

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Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1,3 and 7 through 11)								
		7)Title and Amount of Underlying Securities	Amount or Number of					
-		Title	Shares					
Deferred Performance Share Uni (2)	t02/08/01	Common Stock	392.0000					
Non-Qualified Stock Option (right to buy) (3)	01/22/02	Common Stock	10,000.0000					

SIGNATURE OF REPORTING PERSON /S/ Matthews, Milton T DATE February 7, 2002