

Edgar Filing: HERSHEY FOODS CORP - Form 3

HERSHEY FOODS CORP
 Form 3
 June 21, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549
 FORM 3 INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

1. Name and Address of Reporting Person
 Arline, Marcella K
 100 Crystal A Drive

 Hershey, Pennsylvania 17033
2. Date of Event Requiring Statement (Month/Day/Year)
 6/12/01
3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
4. Issuer Name and Ticker or Trading Symbol
 Hershey Foods Corporation (HSY)
5. Relationship of Reporting Person to Issuer (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Vice President,
 Human Resources
6. If Amendment, Date of Original (Month/Day/Year)
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 Beneficially Owned

1) Title of Security	2) Amount of Securities Beneficially Owned	3) D or I	4) Nature of Indirect or Beneficial Ownership
Common Stock	2,610.5485 (1)	I	401(k) Plan

Table II Derivative Securities Beneficially Owned

1) Title of Derivative Security	2) Date Exercisable and Expiration Date (Month/Day/Year)		3) Title and Amount of Securities Underlying Derivative Security	4) Conversion or Exercise Price of Derivative Security
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy) (2)	01/03/98	01/02/06	Common Stock	12,800.0000 \$33.0
Non-Qualified Stock Option (right to buy) (2)	(3)	01/13/10	Common Stock	3,750.0000 \$45.0
Non-Qualified Stock Option (right to buy) (2)	(4)	01/09/11	Common Stock	3,900.0000 \$58.5
Non-Qualified Stock Option (right to buy) (2)	01/19/00	01/19/08	Common Stock	7,500.0000 \$61.5

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SIGNATURE OF REPORTING PERSON

/S/ Arline, Marcella K

DATE June 21, 2001