Edgar Filing: HERSHEY FOODS CORP - Form 4

HERSHEY FOODS CORP

Form 4

February 08, 2002

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- [] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.
- Name and Address of Reporting Person(s)
 Carr Jay F.

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 01/02
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - [] Director [] 10% Owner
 - [X] Officer (give title below) [] Other (specify below)
 - VP, Hershey International
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - [X] Form filed by One Reporting Person
 - [] Form filed by More than One Reporting Person

Table I	Non-Derivative	Securities	Acquired,	Disposed	of,	or	Beneficially O	wned
---------	----------------	------------	-----------	----------	-----	----	----------------	------

1) Title of Security	2)Trans- action	3.Trans- action	4.Securities Acquired(A) or Disposed of (D)		
	Date	Code		Α	
	(Month/			or	•
	Day/Year)	Code V	Amount	D	Price
Common Stock	01/30/02	М	9,600.0000	А	\$24.18750
Common Stock	01/30/02	S	9,600.0000	D	\$69.63000
Common Stock	01/01/02	I	6,643.4400	D	
Common Stock					

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

Non-Qualified Stock Option \$69.31000 01/22/02 M

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 V	A	D	
Non-Qualified Stock Option (right to buy) (1)	\$24.18750	01/30/02	М		9,600.00	

7,350.0000

Edgar Filing: HERSHEY FOODS CORP - Form 4

(right to buy) (1)

Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1,3 and 7 through 11)

1)Title of Derivative Security	3)Trans- action Date	7)Title and Amount of Underlying Securities	Amount or	8)Price of Deri- vative Security
			Number of	
_		Title	Shares	
Non-Qualified Stock Option (right to buy) (1)	01/30/02	Common Stock	9,600.0000	\$69.63000
Non-Qualified Stock Option (right to buy) (1)	01/22/02	Common Stock	7,350.0000	

SIGNATURE OF REPORTING PERSON /S/ Carr, Jay F.
DATE FEBRUARY 7, 2002