**HERSHEY CO** Form 4 September 15, 2006

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

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2005

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

1 Name and Address of Departing De

09/15/2006

Stock

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 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

MCDONALD MACKEY J			Symbol HERSHEY CO [HSY]					Issuer (Check all applicable)			
(Last)	(First) (	Middle)	3. Date o	f Earliest T	ransaction						
			(Month/I	Day/Year)			-	_X Director		Owner	
100 CRYSTAL A DRIVE			09/15/2006				- t	Officer (give to below)	itle Other below)	er (specify	
(Street)			4. If Amendment, Date Original				6	6. Individual or Joint/Group Filing(Check			
			Filed(Mo	nth/Day/Yea	r)			Applicable Line)  X_ Form filed by On			
HERSHEY	, PA 17033						Ē	Form filed by Mo Person	ore man One Ke	porting	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative S	ecuriti	ies Acqui	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of	2. Transaction Date	2A. Deem	ed	3.	4. Securitie	s Acqu	iired (A)	5. Amount of	6.	7. Nature o	
Security	(Month/Day/Year)	Execution	Date, if	Transactio	omr Disposed	of (D	)	Securities	Ownership	Indirect	
(Instr. 3)		any		Code	(Instr. 3, 4	and 5)		Beneficially	Form:	Beneficial	
		(Month/Da	ay/Year)	(Instr. 8)				Owned	Direct (D)	Ownership	
								Following	or Indirect	(Instr. 4)	
						(A)		Reported	(I)		
						or		Transaction(s)	(Instr. 4)		
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common	00/1/5/0006				1.40.402		\$	10 100 600	-		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

A

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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D

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

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#### Edgar Filing: HERSHEY CO - Form 4

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exercisal Expiration Date		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month Day/ Teal)	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Yea e	ar)	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Ex Exercisable Da	•	Title Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
reporting Owner Hume / Hudress	Director	10% Owner	Officer	Other		
MCDONALD MACKEY J 100 CRYSTAL A DRIVE HERSHEY, PA 17033	X					

## **Signatures**

By: Bonnie S. Martin, as Attorney-in-Fact For: Mackey J.
McDonald

09/15/2006

\*\*Signature of Reporting Person 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).

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.

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