

HERSHEY CO
Form 3
December 19, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF 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
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Jastrzebski Thaddeus J		(Month/Day/Year)	HERSHEY CO [HSY]	
(Last)	(First)	(Middle)	12/10/2007	
100 CRYSTAL A DRIVE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
HERSHEY, Â PA Â 17033			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			SVP, Pres Hershey Int'l	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	4,866	D	Â
Common Stock	297.458	I	401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	08/02/2017	Common Stock	4,700	\$ 45.15	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	09/19/2014	Common Stock	6,500	\$ 48.18	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	02/15/2016	Common Stock	5,800	\$ 52.3	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	04/22/2017	Common Stock	7,150	\$ 54.68	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	02/14/2015	Common Stock	4,900	\$ 61.7	D	Â
Restricted Stock Units	Â <u>(2)</u>	Â <u>(2)</u>	Common Stock	3,262	\$ <u>(3)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jastrzebski Thaddeus J 100 CRYSTAL A DRIVE HERSHEY, PA 17033	Â	Â	Â SVP, Pres Hershey Int'l	Â

Signatures

Thaddeus J Jastrzebski
12/14/2007

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 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.

The total amount of Restricted Stock Units ("RSUs") were granted and will vest as follows: (1) 750 RSUs were granted on April 7, 2006 of which 188 units vested on 5/7/2007, 188 units vest on 4/7/2008, 187 units vest on 4/7/2009, and the remaining 187 units vest on 4/7/2010; (2) 1,000 RSUs were granted on January 8, 2007 of which 250 units vest on 2/8/2008, 250 units vest on 1/8/2009, 250 units vest on 1/8/2010, and the remaining 250 units vest on 1/8/2011; (3) 1,200 RSUs were granted on May 4, 2007 of which 300 units vest on 6/4/2008, 300 units vest on 5/4/2009, 300 units vest on 5/4/2010, and the final 300 units vest on 5/4/2011; (4) 500 RSUs were granted on November 2, 2007 of which 125 RSUs vest on 12/2/2008, 125 units vest on 11/2/2009, 125 units vest on 11/2/2010, and the final 125 units vest on 11/2/2011.

(3) Each Restricted Stock Unit represents a contingent right to receive one share of Common Stock of The Hershey Company or its cash equivalent.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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