

HERSHEY CO
Form 3
July 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 Alfonso Humberto P | | (Month/Day/Year) | HERSHEY CO [HSY] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 100 CRYSTAL A DRIVE | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP, CFO | |
| HERSHEY, Â PA Â 17033 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

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 | 91.038 | I | 401(k) Plan |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

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| | | | | Shares | | (I) (Instr. 5) | |
|---|-------|------------|--------------|--------|----------|-------------------|---|
| Non-Qualified Stock Option (right to buy) | Â (1) | 04/22/2017 | Common Stock | 14,800 | \$ 54.68 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (1) | 07/16/2016 | Common Stock | 18,800 | \$ 55.56 | D | Â |
| Restricted Stock Units | Â (2) | Â (2) | Common Stock | 21,750 | \$ (3) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------|-------|
| | Director | 10% Owner | Officer | Other |
| Alfonso Humberto P 100 CRYSTAL A DRIVE HERSHEY, PA 17033 | Â | Â | Â SVP, CFO | Â |

Signatures

Humberto P
Alfonso

07/18/2007

**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

- (1) 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) 12,000 RSUs granted on July 17, 2006 of which 6,000 units vest on July 17, 2007, 3,000 units vest on July 17, 2008, and the remaining 3,000 units vest on July 17, 2009; (2) 2,000

- (2) RSUs granted on September 1, 2006 of which 500 units vest on October 1, 2007, 500 units vest on September 1, 2008, 500 units vest on September 1, 2009, and the remaining 500 units vest on September 1, 2010; and (3) 7,750 RSUs granted on May 1, 2007 of which 2,557 units vest on May 1, 2008, 2,558 units vest on May 1, 2009, and 2,635 units vest on May, 2010.

- (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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