Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note· The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation
THE HERSHEY FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O ROPES & GRAY (W. LI)
ONE INTERNATIONAL PLACE

City or town, state, and ZIP code
BOSTON, MA 02110

A Employer identification number
34-1574366

B Telephone number (see page 10 of the instructions)
(617) 951-7918

C If exemption application is pending, check here ▶ ☐
D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 63,052,209.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) ______________
(Part I, column (d) must be on cash basis)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	71,000.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	201,618.	201,618.		ATCH 1
	4	Dividends and interest from securities	1,123,078.	1,123,078.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	298,930.			
	b	Gross sales price for all assets on line 6a 14,087,012.				
	7	Capital gain net income (from Part IV, line 2)		298,930.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	7,890.	2,891.		ATCH 3
	12	**Total** Add lines 1 through 11	1,702,516.	1,626,517.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) ATCH 4	1,642.	1,642.	0.	1,642.
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) *	33,683.	33,683.		
	17	Interest ATTACHMENT 6	9.	9.		
	18	Taxes (attach schedule) (see page 14 of the instructions) **	10,797.	8,912.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	46,131.	44,246.	0.	1,642.
	25	Contributions, gifts, grants paid	3,498,052.			3,498,052.
	26	**Total expenses and disbursements** Add lines 24 and 25	3,544,183.	44,246.	0.	3,499,694.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,841,667.			
	b	**Net investment income** (if negative, enter -0-)		1,582,271.		
	c	**Adjusted net income** (if negative, enter -0-)			-0-	

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	11,654,202.	12,465,039.	12,464,896.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 8	49,532,716.	45,955,819.	45,159,520.
	c	Investments - corporate bonds (attach schedule) ATCH 9	3,047,801.	4,060,371.	5,427,793.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	64,234,719.	62,481,229.	63,052,209.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	64,234,719.	62,481,229.	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	64,234,719.	62,481,229.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	64,234,719.	62,481,229.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	64,234,719.
2	Enter amount from Part I, line 27a	2	-1,841,667.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 10	3	88,177.
4	Add lines 1, 2, and 3	4	62,481,229.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	62,481,229.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 298,930.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)
If (loss), enter -0- in Part I, line 8 . . . . } 3

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	3,739,079.	59,853,644.	0.062470
2007	3,376,849.	63,916,051.	0.052833
2006	3,187,015.	59,996,813.	0.053120
2005	2,823,374.	58,676,510.	0.048118
2004	2,712,048.	57,165,764.	0.047442

2	**Total** of line 1, column (d)	2	0.263983
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.052797
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	54,013,107.
5	Multiply line 4 by line 3	5	2,851,730.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	15,823.
7	Add lines 5 and 6	7	2,867,553.
8	Enter qualifying distributions from Part XII, line 4	8	3,499,694.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	15,823.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	15,823.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	15,823.
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	24,000.		
b	Exempt foreign organizations-tax withheld at source	6b	0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	39,000.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	23,177.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 23,177. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ____________ (2) On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MA,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BARRY J. HERSHEY Telephone no ▶ 617-428-3414

Located at ▶ ROPES & GRAY, 1 INTERNATIONAL PL, BOSTON ZIP + 4 ▶ 02110

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*		3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** | | X

Organizations relying on a current notice regarding disaster assistance check here ▶ ☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** | | X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** | | X

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 11		-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NOT APPLICABLE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.				
a	Average monthly fair market value of securities			1a	43,337,572.
b	Average of monthly cash balances			1b	11,498,070.
c	Fair market value of all other assets (see page 24 of the instructions)			1c	0.
d	**Total** (add lines 1a, b, and c)			1d	54,835,642.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e			
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	54,835,642.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)			4	822,535.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	54,013,107.
6	**Minimum investment return.** Enter 5% of line 5			6	2,700,655.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	2,700,655.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	15,823.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	15,823.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,684,832.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,684,832.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	2,684,832.

Part XII Qualifying Distributions(see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	3,499,694.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,499,694.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	15,823.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,483,871.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Form **990-PF** (2009)

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					2,684,832.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only					
b Total for prior years 20 07 ,20 06 ,20 05					
3 Excess distributions carryover, if any, to 2009					
a From 2004	0.				
b From 2005					
c From 2006					
d From 2007					
e From 2008	655,532.				
f **Total** of lines 3a through e		655,532.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 3,499,694.					
a Applied to 2008, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)					
d Applied to 2009 distributable amount					2,684,832.
e Remaining amount distributed out of corpus		814,862.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,470,394.			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions					
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions					
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		1,470,394.			
10 Analysis of line 9					
a Excess from 2005					
b Excess from 2006					
c Excess from 2007					
d Excess from 2008	655,532.				
e Excess from 2009	814,862.				

Part XIV **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

Part XV **Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)**

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

BARRY HERSHEY

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 12				
Total . . . . ▶ 3a				3,498,052.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	201,618.	
4 Dividends and interest from securities			14	1,123,078.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	2,891.	
8 Gain or (loss) from sales of assets other than inventory			18	298,930.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory			01	4,999.	
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,631,516.	

13 Total Add line 12, columns (b), (d), and (e) . . . . 13 1,631,516.

(See worksheet in line 13 instructions on page 28 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee

Date 12/1/10

Title Trustee

Paid Preparer's Use Only

Preparer's signature Rosemarie C Steed	Date 9/29/10	Check if self-employed ☐	Preparer's identifying number (See **Signature** on page 30 of the instructions) P00102794
Firm's name (or yours if self-employed), address, and ZIP code	ERNST & YOUNG U.S. LLP 1500 KEY TOWER; 50 FOUNTAIN PLAZA BUFFALO, NY 14202	EIN 34-6565596 Phone no 401-457-3700	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2009

Name of the organization
THE HERSHEY FAMILY FOUNDATION

Employer identification number
34-1574366

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

JSA
9E1251 2 000

Name of organization THE HERSHEY FAMILY FOUNDATION

Employer identification number 34-1574366

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BARRY HERSHEY 381 GARFIELD ROAD CONCORD, MA 01742	$ 71,000.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization THE HERSHEY FAMILY FOUNDATION

Employer identification number 34-1574366

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	10,000 SHARES OF APPLE STOCK	$ 71,000.	12/23/2009

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization THE HERSHEY FAMILY FOUNDATION

Employer identification number 34-1574366

Part III ***Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete columns **(a)** through **(e) and** the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year. (Enter this information once See instructions) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	ATTACHMENT 13		

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST ON SAVINGS ACCOUNTS		201,618.	201,618.
	TOTAL	201,618.	201,618.

ATTACHMENT 1

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MORGAN STANLEY - DIVIDENDS	11.	11.
FIDELITY - DIVIDENDS	5,318.	5,318.
US TRUST - DIVIDENDS (90413261)	882,574.	882,574.
STATE STREET BROKERAGE - DIVIDENDS	69,919.	69,919.
VANGUARD MONEY MARKET FUND	29,582.	29,582.
CAPITAL GAIN DISTRIBUTION	6,594.	6,594.
VANGUARD EURO INDEX FUND	19,133.	19,133.
VANGUARD PACIFIC INDEX FUND	13,098.	13,098.
VANGUARD HIGH YIELD CORP FUND	80,099.	80,099.
VANGUARD BROKERAGE	16,750.	16,750.
TOTAL	1,123,078.	1,123,078.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SECURITY LITIGATION PROCEEDS	2,891.	2,891.
FEDERAL TAX REFUND	4,999.	
TOTALS	7,890.	2,891.

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL		1,642.	1,642.		1,642.
	TOTALS	1,642.	1,642.	0.	1,642.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CUSTODIAN FEES AND BANK CHARGE	33,683.	33,683.
TOTALS	33,683.	33,683.

ATTACHMENT 6

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MARGIN INTEREST - STATE STREET	9.	9.
TOTALS	9.	9.

ATTACHMENT 6

ATTACHMENT 7

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES		8,662.	8,662.
STATE TAXES		250.	250.
FEDERAL TAXES		1,885.	
	TOTALS	10,797.	8,912.

THE HERSHEY FAMILY FOUNDATION 34-1574366

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 8

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
WORLD FUNDS	1,790,005.	792,065.
STATE STREET BROKERAGE	4,662,804.	4,423,532.
US TRUST	34,920,724.	35,959,777.
VANGUARD	2,382,476.	3,048,780.
VANGUARD BROKERAGE	0.	0.
VANGUARD MUTUAL FUNDS	2,199,810.	935,366.
TOTALS	45,955,819.	45,159,520.

THE HERSHEY FAMILY FOUNDATION 34-1574366

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 9

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SSB&T / US TRUST - CORP BONDS	4,060,371.	5,427,793.
TOTALS	4,060,371.	5,427,793.

THE HERSHEY FAMILY FOUNDATION 34-1574366

ATTACHMENT 10

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ROUNDING		2.
NON-TAXABLE SPIN-OFF		88,175.
	TOTAL	88,177.

ATTACHMENT 10

THE HERSHEY FAMILY FOUNDATION 34-1574366

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
BARRY J. HERSHEY C/O ROPES & GRAY (WAT) ONE INTERNATIONAL PLACE BOSTON, MA 02110	TRUSTEE 1.00
CONNIE HERSHEY C/O ROPES & GRAY (WAT) ONE INTERNATIONAL PLACE BOSTON, MA 02110	TRUSTEE 1.00
	GRAND TOTALS

ATTACHMENT 11

THE HERSHEY FAMILY FOUNDATION 34-1574366

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WISDOM PUBLICATIONS 199 ELM STREET SOMERVILLE, MA 02144	NONE PUBLIC	CHARITABLE	40,000
INSTITUTE OF TIBETAN CLASSICS 304 ABERDARE ROAD MONTREAL, QUEBEC, CANADA, H3P 3K3	NONE PUBLIC	CHARITABLE	63,952
HAITI PROJECTS, INC. 31 LEONARD STREET ANNISQUAM, MA 01930	NONE PUBLIC	CHARITABLE	60,000.
EMERSON UMBRELLA CONCORD, MA	NONE PUBLIC	CHARITABLE	15,000
ONE H E.A R T. 740 SOUTH 300 WEST SUITE 301 SALT LAKE CITY, UT 84101	NONE PUBLIC	CHARITABLE	25,000
MIND AND LIFE INSTITUTE BOULDER CREEK, CA	NONE PUBLIC	CHARITABLE	287,100

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GLOBAL ARTS PROJECT DENVER, CO	NONE PUBLIC	CHARITABLE	25,000.
FEEDING AMERICA 35 E. WACKER DRIVE, SUITE 2000 CHICAGO, IL 60601	NONE PUBLIC	CHARITABLE	200,000
THE HUNGER PROJECT 15 EAST 26TH STREET NEW YORK, NY 10010	NONE PUBLIC	CHARITABLE	100,000.
PROJECT BREAD BOSTON, MA	NONE PUBLIC	RELIGIOUS	30,000
ROSIE'S PLACE 889 HARRISON AVENUE BOSTON, MA 02118	NONE PUBLIC	CHARITABLE	30,000
OXFAM AMERICA 26 WEST STREET BOSTON, MA 02111	NONE PUBLIC	CHARITABLE	100,000

ATTACHMENT 12

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GREATER BOSTON FOOD BANK 99 ATKINSON STREET BOSTON, MA 02118	NONE PUBLIC	CHARITABLE	40,000
PARTNERS IN HEALTH BOSTON, MA	NONE PUBLIC	CHARITABLE	1,330,000.
AMERICAN REPERTORY THEATRE CAMBRIDGE, MA	NONE PUBLIC	CHARITABLE	70,000
HUNTINGTON THEATRE BOSTON, MA	NONE PUBLIC	CHARITABLE	30,000.
LAMA YESHE WISDOM ARCHIVE PO BOX 356 WESTON, MA 02493	NONE PUBLIC	CHARITABLE	30,000
TEENSMART INTERNATIONAL ATLANTA, GA	NONE PUBLIC	CHARITABLE	50,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HARVARD UNIV GRAD SCH ARTS & SCIENCES CAMBRIDGE, MA	NONE PUBLIC	CHARITABLE	37,000
GLOBAL BURN CARE & RECONSTRUCTIVE INSTITUTE SHOREWOOD, WI	NONE PUBLIC	CHARITABLE	25,000.
HARVARD MEDICAL SCHOOL CAMBRIDGE, MA	NONE PUBLIC	CHARITABLE	100,000
FINCA WASHINGTON, DC	NONE PUBLIC	CHARITABLE	100,000
CONCORD FREE PUBLIC LIBRARY CONCORD, MA 01742	NONE PUBLIC	CHARITABLE	50,000.
THOMPSON ISLAND OUTWARD BOUND PO BOX 127	NONE PUBLIC	CHARITABLE	50,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FOUNDATION FOR CANCER RESEARCH & EDUCATION FREE UNION, VA 22940	NONE PUBLIC	CHARITABLE	
DILGO KHYENTSE FELLOWSHIP (SHECHEN) 511 AVENUE OF THE AMERICAS PO BOX 339 NEW YORK, NY 10011	NONE PUBLIC	CHARITABLE	150,000
UNIVERSITY OF CA REGENTS 111 FRANKLIN STREET 12TH FLOOR OAKLAND, CA 94607	NONE PUBLIC	CHARITABLE	75,000
HIMALAYAN MEDICAL FOUNDATION 2017 10TH STREET BOULDER, CO 80302	NONE PUBLIC	CHARITABLE	5,000.
SANTA BARBARA INSTITUTE PO BOX 3573 SANTA BARBARA, CA 93130	NONE PUBLIC	CHARITABLE	40,000
TARA MANDALA PAGOSA SPRINGS, CO 81147	NONE PUBLIC	CHARITABLE	60,000

ATTACHMENT 12

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE KIRA INSTITUTE WESTBOROUGH, MA 01581	NONE PUBLIC	CHARITABLE	20,000
KURUKULLA CENTER 68 MAGOUN AVENUE MEDFORD, MA 02155	NONE PUBLIC	CHARITABLE	10,000
THE DALAI LAMA CTR FOR ETHICS AT MIT CAMBRIDGE, MA	NONE PUBLIC	CHARITABLE	40,000
ST BONIFACE HAITI FOUNDATION 400 NORTH MAIN STREET RANDOLPH, MA 02368	NONE PUBLIC	CHARITABLE	25,000
HARVARD DIVINITY SCHOOL CAMBRIDGE, MA	NONE PUBLIC	CHARITABLE	100,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE KARUNA SCHOOL 145 LINCOLN ROAD LINCOLN, MA 01773	NONE PUBLIC	CHARITABLE	50,000.
PRISON DHARMA NETWORK PO BOX 4623 BOULDER, CO 80306	NONE PUBLIC	CHARITABLE	25,000
ENPOWERMENT TRAINING CENTER 600 W STREET, N E. WASHINGTON, DC 20002	NONE PUBLIC	CHARITABLE	10,000
		TOTAL CONTRIBUTIONS PAID	3,498,052.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2009

Name of estate or trust: THE HERSHEY FAMILY FOUNDATION

Employer identification number: 34-1574366

Note: *Form 5227 filers need to complete* ***only*** *Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	2,064,431.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	2,064,431.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-1,765,501.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-1,765,501.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			2,064,431.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-1,765,501.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			298,930.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* **do not** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of

a The loss on line 15, column (3) **or b** $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *on page 7 of the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20 If zero or less, enter -0-	22	
23	Subtract line 22 from line 17 If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30 go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust	Employer identification number
THE HERSHEY FAMILY FOUNDATION	34-1574366

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SEE ATTACHED ST EQUITIES SSB			6,098,989.	5,439,352.	659,637.
SEE ATTACHED ROLLOVERS SSB			138,363.	121,271.	17,092.
SEE ATTACHED EXPIRED CALLS SSB			715,372.		715,372.
SEE ATTACHED EXPIRED PUTS SSB			577,670.		577,670.
SEE ATTACHED ST EQUITIES VANGUARD			527,842.	510,080.	17,762.
SEE ATTACHED EXPIRED CALLS VANGUARD			9,900.		9,900.
SEE ATTACHED EXPIRED PUTS VANGUARD			66,998.		66,998.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 2,064,431.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2009**

JSA
9F1221 4 000

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SEE ATTACHED LT EQUITIES SSB			4,449,256.	6,337,596.	-1,888,340.
SEE ATTACHED LT EQUITIES UST			1,502,622.	1,379,783.	122,839.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . -1,765,501.

Hershey Family Foundation
34-1574366

US Trust - 022005866247

Description	CUSIP	Shares	Acquisition Date	Sale Date	Proceeds	Tax Cost	Gain/Loss
TIME WARNER CABLE INC	88732J207	0.74	1/1/2004	4/17/2009	20.60	29.37	(8.77)
TIME WARNER INC.	887317303	0.33	1/1/2004	4/17/2009	7.25	10.07	(2.82)
CITIGROUP INC GLOBAL NT	172967CN9	1,000,000.00	9/5/2007	7/29/2009	1,000,000.00	987,430.00	12,570.00
WYETH	983024100	1,000.00	1/1/2004	101/15/09	50,252.28	39,227.53	11,024.75
WYETH	983024100	9,000.00	3/18/2005	10/15/2009	452,270.52	353,047.75	99,222.77
MERCK & CO INC	58933Y105	0.70	1/1/2004	11/19/2009	23.96	23.88	0.08
BRASIL TELECOM SA SPONSORED A	10553M101	0.95	10/7/2008	12/10/2009	29.12	-	29 12
BRASIL TELECOM SA	10553M200	0.24	10/7/2008	12/11/2009	3.82		3.82
AOL INC.	00184X105	0.64	1/1/2004	12/23/2009	14.86	14.42	0.44
TOTAL LONG-TERM GAIN/LOSS					1,502,622.41	1,379,783.02	122,839.39

Hershey Family Foundation 34-1574366
EQUITY SECURITY GAIN/LOSS INFORMATION
AB2-850721
12/31/2009

Settlement Date	Account Type	Transaction	Holding Type	Description	Quantity	Sales	Holding Period
EQUITIES SOLD - ST							
7/10/2009	CASH	YOU SOLD	PUT	APPLE INC	(20 000)	2,781,629	ST
5/2/2008	MARGIN	YOU SOLD	PUT	APPLE INC	(100)	13,075	
6/10/2008	MARGIN	YOU SOLD	PUT	APPLE INC	(100)	28,768	
1/16/2009	MARGIN	YOU BOUGHT	PUT	APPLE INC	2 500	(275 010)	
1/22/2009	MARGIN	YOU BOUGHT	PUT	APPLE INC	7 500	(825,113)	
10/22/2008	MARGIN	YOU BOUGHT	EQUITY	APPLE INC	10,000	(1,100 070)	
10/20/2008	MARGIN	ASSIGNED	PUT	APPLE INC	100	-	
1/14/2009	MARGIN	ASSIGNED	PUT	APPLE INC	25	-	
1/20/2009	MARGIN	ASSIGNED	PUT	APPLE INC	75	-	
					-	623 279	
1/22/2009	MARGIN	YOU BOUGHT	PUT	FEDERAL NATIONAL MTG	29 000	(72 935)	ST
12/3/2008	MARGIN	YOU SOLD	PUT	FEDERAL NATIONAL MTG	(5)	844	
12/3/2008	MARGIN	YOU SOLD	PUT	FEDERAL NATIONAL MTG	(285)	46,668	
1/20/2009	MARGIN	ASSIGNED	PUT	FEDERAL NATIONAL MTG	290	-	
12/3/2009	MARGIN	YOU SOLD	EQUITY	FEDERAL NATIONAL MTG	(29 000)	25,444	
					-	21	
5/21/2009	MARGIN	YOU SOLD	PUT	HERSHEY CO	(150)	11 062	ST
6/23/2009	MARGIN	YOU SOLD	CALL	HERSHEY CO	(150)	11 812	
7/22/2009	MARGIN	YOU SOLD	CALL	HERSHEY CO	(15 000)	524 762	
6/24/2009	MARGIN	YOU BOUGHT	PUT	HERSHEY CO	15 000	(525 225)	
7/20/2009	MARGIN	ASSIGNED	CALL	HERSHEY CO	150	-	
6/22/2009	MARGIN	ASSIGNED	PUT	HERSHEY CO	150	-	
					-	22 411	
4/22/2009	MARGIN	YOU SOLD	CALL	ORACLE CORPORATION	(114 100)	1 937 939	ST
4/8/2009	MARGIN	YOU SOLD	CALL	ORACLE CORPORATION	(32,500)	552,009	
3/2/2009	MARGIN	YOU SOLD	CALL	ORACLE CORPORATION	(1 466)	86 127	
6/18/2008	MARGIN	YOU SOLD	PUT	ORACLE CORPORATION	(1,466)	78 850	
12/22/2008	MARGIN	YOU BOUGHT	EQUITY	ORACLE CORPORATION	17,100	(308 057)	
12/24/2008	MARGIN	YOU BOUGHT	EQUITY	ORACLE CORPORATION	129,500	(2 332,943)	
12/18/2008	MARGIN	ASSIGNED	PUT	ORACLE CORPORATION	171	-	
12/22/2008	MARGIN	ASSIGNED	PUT	ORACLE CORPORATION	1 295	-	
4/6/2009	MARGIN	ASSIGNED	CALL	ORACLE CORPORATION	325	-	
4/20/2009	MARGIN	ASSIGNED	CALL	ORACLE CORPORATION	1 141	-	
					-	13 926	
					Proceeds	6,098,988	
					Cost Basis	(5 439,352)	
						659,637	Total
EQUITIES SOLD - LT							
7/8/2009	CASH	YOU SOLD	PUT	APPLIED MATERIALS INC	(40 000)	451 388	LT
9/9/2004	MARGIN	YOU BOUGHT	EQUITY	APPLIED MATERIALS INC	30 000	(475 950)	
1/13/2005	MARGIN	YOU BOUGHT	EQUITY	APPLIED MATERIALS INC	10,000	(162 850)	
					-	(187,412)	
4/9/2009	MARGIN	YOU SOLD	EQUITY	BANK OF AMERICA CORP	(20,000)	147 299	LT
6/19/2007	MARGIN	YOU SOLD	PUT	BANK OF AMERICA CORP		13 750	
10/24/2007	MARGIN	YOU BOUGHT	EQUITY	BANK OF AMERICA CORP	20 000	(1 000 300)	
					-	(839 251)	

7/8/2009	MARGIN	YOU SOLD	CALL	BARRICK GOLD	(450)	67 926	LT
7/22/2009	MARGIN	YOU SOLD	CALL	BARRICK GOLD	(45 000)	1 461 787	
1/21/2004	MARGIN	YOU SOLD	PUT	BARRICK GOLD	(450)	78 329	
2/25/2004	MARGIN	YOU BOUGHT	EQUITY	BARRICK GOLD	45 000	(1 013 175)	
7/20/2009	MARGIN	ASSIGNED	CALL	BARRICK GOLD	450	-	
2/23/2004	MARGIN	ASSIGNED	PUT	BARRICK GOLD	450	-	
					-	594,867	
7/10/2009	MARCIN	YOU SOLD	PUT	CONSECO INC	(83 771)	175,253	LT
3/4/1997	CASH	YOU BOUGHT	EQUITY	CONSECO INC	83 771	(1,900 000)	
					-	(1,724 747)	
7/9/2009	CASH	YOU SOLD	PUT	EMC CORP	(1 600)	20,474	LT
8/22/2001	MARCIN	YOU BOUGHT	EQUITY	EMC CORP	1,600	(26 292)	
					-	(5,818)	
7/22/2009	MARGIN	YOU SOLD	CALL	GOLD FIELDS	(16 000)	175,755	LT
7/7/2009	MARGIN	YOU SOLD	CALL	GOLD FIELDS	(160)	10 200	
12/1/2004	MARGIN	YOU SOLD	PUT	GOLD FIELDS	(150)	14 062	
11/30/2004	MARGIN	YOU SOLD	PUT	GOLD FIELDS	(10)	887	
12/22/2004	MARGIN	YOU BOUGHT	EQUITY	GOLD FIELDS	15 600	(234 234)	
12/15/2004	MARGIN	YOU BOUGHT	EQUITY	GOLD FIELDS	400	(6 006)	
12/13/2004	MARGIN	ASSIGNED	PUT	GOLD FIELDS	4	-	
12/20/2004	MARGIN	ASSIGNED	PUT	GOLD FIELDS	156	-	
7/20/2009	MARGIN	ASSIGNED	CALL	GOLD FIELDS	160	-	
					-	(39,335)	
7/8/2009	CASH	YOU SOLD	PUT	LSI LOGIC CORP	(18,019)	85 864	LT
2/28/2007	MARGIN	YOU SOLD	PUT	LSI LOGIC CORP	(48)	2,100	
2/28/2007	MARGIN	YOU SOLD	PUT	LSI LOGIC CORP	(102)	4 462	
4/25/2007	MARGIN	YOU BOUGHT	EQUITY	LSI LOGIC CORP	15 000	(150 010)	
	MARGIN	YOU BOUGHT	EQUITY	LSI LOGIC CORP	3 019	(38 889)	
4/23/2007	MARGIN	ASSIGNED	PUT	LSI LOGIC CORP	150	-	
					-	(96 473)	
7/8/2009	CASH	YOU SOLD		LIVE NATION INC	(350)	1,524	LT
12/28/2005	MARGIN	DISTRIBUTION	EQUITY	LIVE NATION INC	350	(6 052)	
					-	(4 528)	
7/9/2009	CASH	YOU SOLD	PUT	MIPS TECHNOLOGIES	(2 200)	6,127	LT
7/10/2009	CASH	YOU SOLD	PUT	MIPS TECHNOLOGIES	(2 800)	7,798	
9/19/2003	MARGIN	YOU BOUGHT	EQUITY	MIPS TECHNOLOGIES	5 000	(25,050)	
					-	(11,125)	
7/7/2009	MARGIN	YOU SOLD	CALL	NEWMONT MNG CORP	(116)	10,063	LT
7/22/2009	MARGIN	YOU SOLD	CALL	NEWMONT MNG CORP	(11,600)	463,814	
3/4/2005	MARGIN	YOU SOLD	PUT	NEWMONT MNG CORP	(116)	3 335	
4/20/2005	MARGIN	YOU BOUGHT	EQUITY	NEWMONT MNG CORP	11,600	(464 174)	
4/18/2005	MARGIN	ASSIGNED	PUT	NEWMONT MNG CORP	116		
7/20/2009	MARGIN	ASSIGNED	CALL	NEWMONT MNG CORP	116	-	
					-	13 038	
7/7/2009	MARGIN	YOU SOLD	CALL	ROYAL GOLD INC	(75)	6,281	LT
7/22/2009	MARGIN	YOU SOLD	CALL	ROYAL GOLD INC	(7 500)	299 880	
7/20/2009	MARGIN	ASSIGNED	CALL	ROYAL GOLD INC	75	-	
2/2/2004	MARGIN	YOU BOUGHT	EQUITY	ROYAL GOLD INC	7,500	(130,800)	
					-	175,361	
5/23/2003	MARGIN	YOU BOUGHT	EQUITY	SCHERING PLOUGH	21 000	(303,664)	LT
	MARGIN	MERGER	EQUITY	RECEIVED CASH $10 50 PER SHARE	(21 000)	430,500	
					-	126 836	
2/23/2005	MARGIN	YOU SOLD	PUT	WYETH	(100)	7,875	LT
10/15/2009	MARGIN	MERGER	EQUITY	RECEIVED CASH $33 PER SHARE	(10 000)	330 000	
10/15/2009	MARGIN	MERGER	EQUITY	REC'D 9850 SHS OF PFIZER PER SHARE OF WYETH VALUED AT $17 51 / SHARE		172 523	
3/23/2005	MARGIN	YOU BOUGHT	EQUITY	WYETH	10 000	(400 150)	
3/21/2005	MARGIN	ASSIGNED	PUT	WYETH	100		
					-	110,248	
					Proceeds	4,449,256	
					Cost Basis	(6,337,596)	
						(1,888,340)	Total

Hershey Family Foundation **34-1574366**
PUTS/CALLS GAIN/LOSS INFORMATION
AB2-850721
12/31/2009

Settlement Date	Account Type	Transaction	Holding Type	Description	Quantity	SALES	Holding Period
CALLS AND PUTS SOLD THEN PURCHASED							
1/23/2009	MARGIN	YOU SOLD	CALL	APPLE INC FEB 95	(200)	44,550	
1/26/2009	MARGIN	YOU BOUGHT	CALL	APPLE INC FEB 95	200	(42,640)	ST
					-	1,910	
1/16/2009	MARGIN	YOU SOLD	CALL	APPLE INC FEB 95	(200)	43,190	ST
1/22/2009	MARGIN	YOU BOUGHT	CALL	APPLE INC FEB 95	11	(1,752)	
1/22/2009	MARGIN	YOU BOUGHT	CALL	APPLE INC FEB 95	12	(1,875)	
1/22/2009	MARGIN	YOU BOUGHT	CALL	APPLE INC FEB 95	12	(1,899)	
1/22/2009	MARGIN	YOU BOUGHT	CALL	APPLE INC FEB 95	13	(2,031)	
1/22/2009	MARGIN	YOU BOUGHT	CALL	APPLE INC FEB 95	14	(2,230)	
1/22/2009	MARGIN	YOU BOUGHT	CALL	APPLE INC FEB 95	27	(4,219)	
1/22/2009	MARGIN	YOU BOUGHT	CALL	APPLE INC FEB 95	37	(5,892)	
1/22/2009	MARGIN	YOU BOUGHT	CALL	APPLE INC FEB 95	74	(11,859)	
					-	11,434	
5/18/2009	MARGIN	YOU BOUGHT	PUT	ORACLE CORP	1,500	(46,875)	ST
5/5/2009	MARGIN	YOU SOLD	PUT	ORACLE CORP	(1,500)	50,624	
					-	3,749	
						Summary of Calls and Puts	
					Proceeds	138,363	
					Cost Basis	(121,271)	
						17,092	**Total**
EXPIRED CALLS (CALL PREMIUMS)							
12/23/2008	MARGIN	YOU SOLD	CALL	APPLE INC JAN 110 (100 SHS)	(100)	3,275	ST
1/20/2009	MARGIN	EXPIRED	CALL	QAA APPLE INC JAN 110 (100 SHS)	100	-	
					-	3,275	
1/17/2008	MARGIN	YOU SOLD	CALL	ALCATEL LUCENT JAN 12 1/2 (100 SHS)	(28)	525	LT
1/17/2008	MARGIN	YOU SOLD	CALL	ALCATEL LUCENT JAN 12 1/2 (100 SHS)	(40)	750	
1/18/2008	MARGIN	YOU SOLD	CALL	ALCATEL LUCENT JAN 12 1/2 (100 SHS)	(10)	187	
1/18/2008	MARGIN	YOU SOLD	CALL	ALCATEL LUCENT JAN 12 1/2 (100 SHS)	(20)	375	
1/20/2009	MARGIN	EXPIRED	CALL	ALCATEL LUCENT JAN 12 1/2 (100 SHS)	98	-	
					-	1,837	
1/22/2008	MARGIN	YOU SOLD	CALL	AMGEN INC JAN 65 (100 SHS)	(400)	63,483	ST
1/20/2009	MARGIN	EXPIRED	CALL	AMGEN INC JAN 65 (100 SHS)	400	-	
					-	63,483	
1/22/2008	MARGIN	YOU SOLD	CALL	BP PLC JAN 70	(270)	135,381	ST
1/20/2009	MARGIN	EXPIRED	CALL	BP PLC JAN 70 (100 SHS)	270	-	
					-	135,381	
10/2/2008	MARGIN	YOU SOLD	CALL	BANK OF AMERICA JAN 50 (100 SHS)	(200)	13,750	ST
1/20/2009	MARGIN	EXPIRED	CALL	BANK OF AMERICA JAN 50 (100 SHS)	200	-	
					-	13,750	
10/7/2008	MARGIN	YOU SOLD	CALL	BANK OF AMERICA JAN 45 (100 SHS)	(70)	5,862	ST
1/20/2009	MARGIN	EXPIRED	CALL	BANK OF AMERICA JAN 45 (100 SHS)	70	-	
					-	5,862	

10/7/2008	MARGIN	YOU SOLD	CALL	COCA COLA CO JAN 55 (100 SHS)	(20)	3,775	ST
10/7/2008	MARGIN	YOU SOLD	CALL	COCA COLA CO JAN 55 (100 SHS)	(140)	26,425	
1/20/2009	MARGIN	EXPIRED	CALL	COCA COLA CO JAN 55 (100 SHS)	160	-	
					-	30,200	
1/12/2007	MARGIN	YOU SOLD	CALL	CONSECO INC JAN 25	(837)	120,315	LT
1/20/2009	MARGIN	EXPIRED	CALL	CONSECO INC JAN 25 (100 SHS)	837	-	
					-	120,315	
6/22/2009	MARGIN	YOU SOLD	CALL	CONOCOPHILLIPS JUL 45 (100 SHS)	(200)	16,763	ST
7/20/2009	MARGIN	EXPIRED	CALL	CONOCOPHILLIPS JUL 45 (100 SHS)	200	-	
					-	16,763	
9/17/2008	MARGIN	YOU SOLD	CALL	GEN ELECTRIC CO JAN 29	(500)	67,075	ST
1/20/2009	MARGIN	EXPIRED	CALL	GEN ELECTRIC CO JAN 29	500	-	
					-	67,075	
6/18/2008	MARGIN	YOU SOLD	CALL	GENERAL ELECTRIC CO JAN 35	(400)	18,300	ST
1/20/2009	MARGIN	EXPIRED	CALL	GENERAL ELECTRIC CO JAN 35	400	-	
					-	18,300	
6/12/2008	MARGIN	YOU SOLD	CALL	MICROSOFT CORP JAN 35 (100 SHS)	(420)	16,695	ST
1/20/2009	MARGIN	EXPIRED	CALL	MICROSOFT CORP JAN 35	420	-	
					-	16,695	
7/6/2009	MARGIN	YOU SOLD	CALL	MICROSOFT CORP	(420)	12,495	ST
10/19/2009	MARGIN	EXPIRED	CALL	MICROSOFT CORP	420		
					-	12,495	
1/20/2009	MARGIN	YOU SOLD	CALL	ORACLE CORP FEB 18 (100 SHS)	(1,466)	64,541	
2/23/2009	MARGIN	EXPIRED	CALL	ORACLE CORP FEB 18 (100 SHS)	1,466	-	ST
					-	64,541	
12/23/2008	MARGIN	YOU SOLD	CALL	ORACLE CORP JAN 17 1/2 (100 SHS)	(1,466)	100,787	ST
1/20/2009	MARGIN	EXPIRED	CALL	ORACLE CORP JAN 17 1/2	1,466	-	
					-	100,787	
12/18/2008	MARGIN	YOU SOLD	CALL	US BANCORP MAR 32 1/2 (100 SHS)	(210)	17,708	ST
3/23/2009	MARGIN	EXPIRED	CALL	US BANCORP MAR 32 1/2 (100 SHS)	210	-	
					-	17,708	
1/17/2008	MARGIN	YOU SOLD	CALL	VALERO ENERGY CORP JAN 70	(75)	26,906	LT
1/20/2009	MARGIN	EXPIRED	CALL	VALERO ENERGY CORP JAN 70	75	-	
					-	26,906	

	Expired Call Summary	
Proceeds	715,372	
Cost Basis	-	
	715,372	Total

EXPIRED PUTS

10/1/2009	MARGIN	YOU SOLD	PUT	AMERICAN ELEC PWR CO	(160)	12,600	ST
11/23/2009	MARGIN	EXPIRED	PUT	AMERICAN ELEC PWR CO	160	-	
					-	12,600	
7/8/2009	MARGIN	YOU SOLD	PUT	APPLE INC JUL 145 (100 SHS)	(200)	146,746	ST
7/20/2009	MARGIN	EXPIRED	PUT	APPLE INC JUL 145 (100 SHS)	200	-	
					-	146,746	
8/1/2007	MARGIN	YOU SOLD	PUT	APPLE INC JAN 60 (100 SHS)	(1,000)	58,749	LT
1/20/2009	MARGIN	EXPIRED	PUT	APPLE INC JAN 60 (100 SHS)	1,000	-	
					-	58,749	
4/24/2008	MARGIN	YOU SOLD	PUT	CHEVRON CORP NEW JAN 65 (100 SHS)	(52)	5,655	ST
4/25/2008	MARGIN	YOU SOLD	PUT	CHEVRON CORP NEW JAN 65 (100 SHS)	(98)	10,657	
1/20/2009	MARGIN	EXPIRED	PUT	CHEVRON CORP NEW JAN 65 (100 SHS)	150	-	
					-	16,312	
6/23/2008	MARGIN	YOU SOLD	PUT	GOLD FIELDS LTD JAN 15 (100 SHS)	(227)	12,201	ST
7/11/2008	MARGIN	YOU SOLD	PUT	GOLD FIELDS LTD JAN 15 (100 SHS)	(93)	7,324	
7/11/2008	MARGIN	YOU SOLD	PUT	GOLD FIELDS LTD JAN 15 (100 SHS)	(132)	10,395	
6/20/2008	MARGIN	YOU SOLD	PUT	GOLD FIELDS LTD JAN 15 (100 SHS)	(200)	10,750	
7/9/2008	MARGIN	YOU SOLD	PUT	GOLD FIELDS LTD JAN 15 (100 SHS)	(125)	8,594	
6/18/2008	MARGIN	YOU SOLD	PUT	GOLD FIELDS LTD JAN 15 (100 SHS)	(125)	7,344	
7/21/2008	MARGIN	YOU SOLD	PUT	GOLD FIELDS LTD JAN 15 (100 SHS)	(400)	45,500	
7/21/2008	MARGIN	YOU SOLD	PUT	GOLD FIELDS LTD JAN 15 (100 SHS)	(400)	47,500	
7/22/2008	MARGIN	YOU SOLD	PUT	GOLD FIELDS LTD JAN 15 (100 SHS)	(150)	16,312	
7/22/2008	MARGIN	YOU SOLD	PUT	GOLD FIELDS LTD JAN 15 (100 SHS)	(405)	44,044	
1/20/2009	MARGIN	EXPIRED	PUT	GOLD FIELDS LTD JAN 15	2,257	-	
					-	209,963	
7/16/2009	MARGIN	YOU SOLD	PUT	HERSHEY CO	(150)	5,812	ST
8/24/2009	MARGIN	EXPIRED	PUT	HERSHEY CO	150	-	
					-	5,812	
11/10/2009	CASH	YOU SOLD	PUT	MONSANTO CO	(75)	14,840	ST
11/23/2009	MARGIN	EXPIRED	PUT	MONSANTO CO	75	-	
					-	14,840	
4/7/2009	MARGIN	YOU SOLD	PUT	ORACLE CORP MAY 17 (100 SHS)	(325)	14,219	ST
4/17/2009	MARGIN	YOU SOLD	PUT	ORACLE CORP MAY 17 (100 SHS)	(10)	337	
4/21/2009	MARGIN	YOU SOLD	PUT	ORACLE CORP MAY 17 (100 SHS)	(1,165)	50,967	
5/18/2009	MARGIN	EXPIRED	PUT	ORACLE CORP MAY 17 (100 SHS)	1,500	-	
					-	65,524	
6/25/2009	MARGIN	YOU SOLD	PUT	ORACLE CORP AUG 18 (100 SHS)	(1,500)	20,624	ST
8/24/2009	MARGIN	EXPIRED	PUT	ORACLE CORP AUG 18 (100 SHS)	1,500	-	
					-	20,624	
12/17/2008	MARGIN	YOU SOLD	PUT	SCHERING PLOUGH CORP JAN 15 (100 SHS)	(200)	8,750	ST
1/20/2009	MARGIN	EXPIRED	PUT	SCHERING PLOUGH CORP JAN 15	200	-	
					-	8,750	
2/24/2009	MARGIN	YOU SOLD	PUT	SPDR GOLD TR GOLD MAR 88 (100 SHS)	(200)	17,750	ST
3/23/2009	MARGIN	EXPIRED	PUT	SPDR GOLD TR GOLD MAR 88 (100 SHS)	200	-	
					-	17,750	

	Expired Put Summary	
Proceeds	577,670	
Cost Basis	-	
	677,670	**Total**

Hershey Family Foundation 34-1574366
EQUITY SECURITY GAIN/LOSS INFORMATION
Vanguard Brokerage Account 61050675
12/31/2009

Settlement Date	Account Type	Transaction	Holding Type	Description	Quantity	Sales	Holding Period
EQUITIES SOLD - ST							
5/21/2009	Cash	Sell	Call	Colgate Palmolive	-80	(7,872)	
5/26/2009	Cash	Buy	Equity	Colgate Palmolive	8000	510,080	
6/19/2009	Cash	Other	Call	Colgate Palmolive	21	-	
6/22/2009	Cash	Other	Call	Colgate Palmolive	59	-	
6/23/2009	Cash	Sell	Equity	Colgate Palmolive	-2100	(136,488)	
6/24/2009	Cash	Sell	Equity	Colgate Palmolive	-5900	(383,482)	
						(17,762)	ST

Proceeds	527,842	
Cost Basis	(510,080)	
	17,762	Total

Hershey Family Foundation **34-1574366**
PUTS/CALLS GAIN/LOSS INFORMATION
Vanguard Brokerage Account 61050675
12/31/2009

NOTE ON VANGUARD THAT MONEYS IN ARE NEGATIVE AND MONEYS OUT ARE POSITIVE

Settlement Date	Account Type	Transaction	Holding Type	Description	Quantity	SALES	Holding Period
CALLS AND PUTS SOLD THEN PURCHASED							
NONE							

	Summary of Calls and Puts	
Proceeds		
Cost Basis		
	-	**Total**

Settlement Date	Account Type	Transaction	Holding Type	Description	Quantity	SALES	Holding Period
EXPIRED CALLS (CALL PREMIUMS)							
3/2/2009	Cash	Sell	Call	Devon Energy	-10	$ (1,650 00)	
3/2/2009	Cash	Sell	Call	Devon Energy	-32	$ (5,280 00)	
3/2/2009	Cash	Sell	Call	Devon Energy	-18	$ (2,970 00)	
7/20/2009	Cash	Expired	Call	Devon Energy	60	$ -	
				Gain		$ (9,900 00)	ST

	Expired Call Summary	
Proceeds	9,900	
Cost Basis	-	
	9,900	**Total**

Settlement Date	Account Type	Transaction	Holding Type	Description	Quantity	SALES	Holding Period
EXPIRED PUTS							
5/4/2009	short	Sell	Put	Oracle	-1500	(52,499)	
6/22/2009	Cash	Expired	Put	Oracle	1500	-	ST
				Gain		(52,499)	
4/23/2009	short	Sell	Put	Procter & Gamble	-100	(14,500)	
5/18/2009	short	Expired	Put	Procter & Gamble	100	-	ST
				Gain		(14,500)	

	Expired Put Summary	
Proceeds	66,998	
Cost Basis	-	
	66,998	**Total**

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE ATTACHED ST EQUITIES SSB					VAR	VAR
6,098,989.		5,439,352.					659,637.	
		SEE ATTACHED LT EQUITIES SSB					VAR	VAR
4,449,256.		6,337,596.					-1888340.	
		SEE ATTACHED ROLLOVERS SSB					VAR	VAR
138,363.		121,271.					17,092.	
		SEE ATTACHED EXPIRED CALLS SSB					VAR	VAR
715,372.							715,372.	
		SEE ATTACHED EXPIRED PUTS SSB					VAR	VAR
577,670.							577,670.	
		SEE ATTACHED ST EQUITIES VANGUARD					VAR	VAR
527,842.		510,080.					17,762.	
		SEE ATTACHED EXPIRED CALLS VANGUARD					VAR	VAR
9,900.							9,900.	
		SEE ATTACHED EXPIRED PUTS VANGUARD					VAR	VAR
66,998.							66,998.	
		SEE ATTACHED LT EQUITIES UST					VAR	VAR
1,502,622.		1,379,783.					122,839.	
TOTAL GAIN (LOSS)							298,930.	