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HERSHEY CO Form 8-K May 06, 2010

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, D | O.C. 20549 | | | | |
|----------------|---|---------------------------------------|----------------------------------|------------------|---------------------|
| | FC | ORM 8-K | | | |
| | CURRI | ENT REPORT | | | |
| Securities Exc | Pursuant to Sec hange Act of 1934 | tion 13 or 15(d) of | the | | |
| | Date of Report (Date | May 4, 2010 e of earliest event | reported) | | |
| | The He (Exact name of registr | ershey Company ant as specified in | its charter) | | |
| | I (State or other juri | Delaware sdiction of incorpo | oration) | | |
| (Comn | 1-183 nission File Number) | (IRS Empl | 23-0691590 oyer Identificatio | on No.) | |
| | 100 Crystal A Drive, I (Address of Principal E | - | | | |
| Regi | istrant's telephone number, | including area coo | de: (717) 534-42 | 00 | |
| | ropriate box below if the F | | | - | |
| [|]Written communications | pursuant to Rule 4 | 25 under the Secu | urities Act (17 | CFR 230.425) |
|] |]Soliciting material pursua | nt to Rule 14a-12 | under the Exchan | ige Act (17 CF) | R 240.14a-12) |
|] |]Pre-commencement comr 240.14d-2(b)) | nunications pursua | ant to Rule 14d-20 | (b) under the E | xchange Act (17 CFR |
|] |]Pre-commencement comr 240.13e-4(c)) | nunications pursua | ant to Rule 13e-4(| (c) under the Ex | xchange Act (17 CFR |

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INFORMATION TO BE INCLUDED IN REPORT

Item 5.07 Submission of Matters to a Vote of Security Holders

The Hershey Company's Annual Meeting of Stockholders was held on May 4, 2010. The following directors were elected by the holders of Common Stock and Class B Common Stock, voting together without regard to class:

| Name | Votes | Votes | Broker |
|---------------------|-------------|------------|------------|
| | For | Withheld | Non-Votes |
| Pamela M. Arway | 715,699,829 | 3,089,048 | 26,526,820 |
| Robert F. Cavanaugh | 696,920,844 | 21,762,033 | 26,526,820 |
| Charles A. Davis | 715,545,350 | 3,243,527 | 26,526,820 |
| James E. Nevels | 697,271,259 | 21,411,618 | 26,526,820 |
| Thomas J. Ridge | 714,475,953 | 4,312,923 | 26,526,820 |
| David J. West | 715,583,717 | 3,205,159 | 26,526,820 |
| LeRoy S. Zimmerman | 714,001,428 | 4,787,448 | 26,526,820 |

The following director was elected by the holders of the Common Stock voting as a class:

| Name | Votes For | Votes | Broker |
|-------------------|------------|------------|------------|
| | | Withheld | Non-Votes |
| David L. Shedlarz | 94,877,231 | 18,831,366 | 26,519,480 |

Holders of the Common Stock and the Class B Common Stock, voting together, ratified the appointment of KPMG LLP as the Company's independent auditors for 2010. Stockholders cast 743,503,634 votes for the appointment, 1,451,127 votes against the appointment and abstained from casting 360,935 votes on the appointment of independent auditors.

No other matters were submitted for stockholder action.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: May 6, 2010

THE HERSHEY COMPANY

By: /s/ Humberto P. Alfonso

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Humberto P. Alfonso Senior Vice President, Chief Financial Officer