CAMPBELL SOUP CO

Form 4

January 03, 2008

FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction STATEMENT OF CHANGES IN 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(b).

(Last)

1. Name and Address of Reporting Person * WEBER CHARLOTTE C

(Middle)

1 CAMPBELL PLACE

(Street)

(First)

OMB APPROVAL

OMB Number:

3235-0287

2005

January 31, Expires:

Estimated average burden hours per

response... 0.5

Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer				
CAMPBELL SOUP CO [CPB]	(Check all applicable)				
3. Date of Earliest Transaction	•				
(Month/Day/Year)	X Director 10% Owner				
01/01/2008	Officer (give title Other (specify below)				
4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
Filed(Month/Day/Year)	Applicable Line)				
	X Form filed by One Reporting Person Form filed by More than One Reporting				

Person

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(City)	(State)	Zip) Tabl	e I - Noi	n-De	erivative S	ecurit	ies Acq	uired, Disposed o	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		4. Securit n(A) or Dis (D) (Instr. 3, 4)	sposed	l of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/10/2007		G	v	2,200	D D	\$ 0	4,375,599	I	See Footnote (1)
Common Stock	12/03/2007		G	V	10,000	D	\$0	4,365,599	I	See Footnote (1)
Common Stock								11,058,785	I	See Footnote (2)
Common Stock								27,324	I	See Footnote (3)

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Common 01/01/2008 2,491 \$ 0 15,271 D Stock

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

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.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number out Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ve Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pric Deriva Securi (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(4)</u>	01/01/2008		A	2,491	(5)	<u>(6)</u>	Common Stock	2,491	\$

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
WEBER CHARLOTTE C							
1 CAMPBELL PLACE	X						
CAMDEN, NJ 08103-1799							

Signatures

John J. Furey, 01/03/2008 Attorney-In-Fact

**Signature of Reporting Person

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).
- Shares held under the Deed of Trust of Charlotte C. Weber dated May 10, 1968 ("1968 Trust"). The reporting person disclaims beneficial ownership of these shares except to the extent of her pecuniary interest therein.
- Shares held by Suppe Holdings Limited Partnership, a Delaware limited partnership of which CSCS Holdings, Inc. is the general partner and the 1968 Trust is the limited partner. The reporting person disclaims beneficial ownership of these shares except to the extent of her

Reporting Owners 2

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pecuniary interest therein.

- (3) Shares held by CSCS Holdings, Inc. The reporting person disclaims beneficial ownership of these shares except to the extent of her pecuniary interest therein.
- **(4)** 1-for-1
- (5) Phantom shares are fully vested.
- (6) Shares of phantom stock are payable in cash or stock from the Company's Deferred Compensation Plan upon reporting person's retirement, resignation or termination.

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.