

CAMPBELL SOUP CO
Form 4
May 02, 2008

FORM 4

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

OMB APPROVAL

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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. Name and Address of Reporting Person *
CONANT DOUGLAS R

(Last) (First) (Middle)

1 CAMPBELL PLACE

(Street)

CAMDEN, NJ 08103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CAMPBELL SOUP CO [CPB]

3. Date of Earliest Transaction
(Month/Day/Year)
05/01/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or Price | | |
| Common Stock | 05/01/2008 | | M | | 47,208 A \$ 22.95 | 246,634 | D |
| Common Stock | 05/01/2008 | | S ⁽¹⁾ | | 400 D \$ 34.8 | 246,234 | D |
| Common Stock | 05/01/2008 | | S | | 600 D \$ 34.85 | 245,634 | D |
| Common Stock | 05/01/2008 | | S | | 1,149 D \$ 34.86 | 244,485 | D |
| Common Stock | 05/01/2008 | | S | | 651 D \$ 34.87 | 243,834 | D |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|---------|---|
| Common Stock | 05/01/2008 | S | 200 | D | \$ 34.88 | 243,634 | D |
| Common Stock | 05/01/2008 | S | 2,000 | D | \$ 34.88 | 241,634 | D |
| Common Stock | 05/01/2008 | S | 2,100 | D | \$ 34.89 | 239,534 | D |
| Common Stock | 05/01/2008 | S | 1,800 | D | \$ 34.89 | 237,734 | D |
| Common Stock | 05/01/2008 | S | 100 | D | \$ 34.9 | 237,634 | D |
| Common Stock | 05/01/2008 | S | 2,500 | D | \$ 34.96 | 235,134 | D |
| Common Stock | 05/01/2008 | S | 2,500 | D | \$ 34.98 | 232,634 | D |
| Common Stock | 05/01/2008 | S | 13,100 | D | \$ 35 | 219,534 | D |
| Common Stock | 05/01/2008 | S | 2,800 | D | \$ 35.01 | 216,734 | D |
| Common Stock | 05/01/2008 | S | 100 | D | \$ 35.02 | 216,634 | D |
| Common Stock | 05/01/2008 | S | 2,500 | D | \$ 35.1 | 214,134 | D |
| Common Stock | 05/01/2008 | S | 2,000 | D | \$ 35.12 | 212,134 | D |
| Common Stock | 05/01/2008 | S | 1,400 | D | \$ 35.12 | 210,734 | D |
| Common Stock | 05/01/2008 | S | 2,900 | D | \$ 35.14 | 207,834 | D |
| Common Stock | 05/01/2008 | S | 100 | D | \$ 35.14 | 207,734 | D |
| Common Stock | 05/01/2008 | S | 5 | D | \$ 35.16 | 207,729 | D |
| Common Stock | 05/01/2008 | S | 22 | D | \$ 35.17 | 207,707 | D |
| Common Stock | 05/01/2008 | S | 15 | D | \$ 35.18 | 207,692 | D |
| Common Stock | 05/01/2008 | S | 100 | D | \$ 35.18 | 207,592 | D |
| Common Stock | 05/01/2008 | S | 265 | D | \$ 35.19 | 207,327 | D |
| | 05/01/2008 | S | 1 | D | \$ 35.2 | 207,326 | D |

Common
Stock

Common
Stock 05/01/2008

S 7,900 D \$ 34.57 199,426 D

Common
Stock

1,331 I 401(k)

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

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**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Options | \$ 22.95 | 05/01/2008 | | M | 47,208 | <u>(2)</u> 07/25/2012 | Common Stock | 47,208 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CONANT DOUGLAS R 1 CAMPBELL PLACE CAMDEN, NJ 08103 | X | | President and CEO | |

Signatures

John J. Furey,
Attorney-In-Fact 05/02/2008

**Signature of Reporting Person Date

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).
- (1) All sales reported on this Form 4 were executed pursuant to a Rule 10b5-1 Trading Plan executed on May 24, 2007.
- (2) The options vest cumulatively over three years at the rate of 30%, 60% and 100% respectively on the first three anniversaries of the grant date of 7/25/2002.

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