

CAMPBELL SOUP CO
Form 4
May 22, 2008

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
VAN BEUREN JOHN A

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/20/2008

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

P.O. BOX 4098

(Street)

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

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

MIDDLETOWN, RI 02842

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Capital Stock	05/20/2008		Z	230,643 A \$ 0	1,384,991	I	See Footnote (1) (2) (3)
Capital Stock	05/20/2008		Z	230,643 D \$ 0	1,384,991	I	See Footnote (1) (2) (3)
Capital Stock	05/20/2008		S	400 D \$ 32.91	1,384,591	I	See Footnote (2)
Capital Stock	05/20/2008		S	154 D \$ 32.92	1,384,437	I	See Footnote (2)

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Capital Stock	05/20/2008	S	185	D	\$ 32.97	1,384,252	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	154	D	\$ 32.98	1,384,098	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	185	D	\$ 32.99	1,383,913	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	584	D	\$ 33	1,383,329	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	277	D	\$ 33.01	1,383,052	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	369	D	\$ 33.02	1,382,683	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	185	D	\$ 33.03	1,382,498	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	369	D	\$ 33.04	1,382,129	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	123	D	\$ 33.06	1,382,006	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	400	D	\$ 33.07	1,381,606	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	62	D	\$ 33.08	1,381,544	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	246	D	\$ 33.09	1,381,298	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	431	D	\$ 33.1	1,380,867	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	308	D	\$ 33.11	1,380,559	I	See Footnote <u>(2)</u>
Capital Stock	05/20/2008	S	584	D	\$ 33.12	1,379,975	I	See Footnote

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Capital Stock	05/20/2008	S	615	D	\$ 33.13	1,379,360	I	(2) See Footnote (2)
Capital Stock	05/20/2008	S	554	D	\$ 33.14	1,378,806	I	See Footnote (2)
Capital Stock	05/20/2008	S	1,261	D	\$ 33.15	1,377,545	I	See Footnote (2)
Capital Stock	05/20/2008	S	431	D	\$ 33.16	1,377,114	I	See Footnote (2)
Capital Stock	05/20/2008	S	431	D	\$ 33.17	1,376,683	I	See Footnote (2)
Capital Stock	05/20/2008	S	1,076	D	\$ 33.18	1,375,607	I	See Footnote (2)
Capital Stock	05/20/2008	S	3,737	D	\$ 33.19	1,371,870	I	See Footnote (2)
Capital Stock	05/20/2008	S	2,322	D	\$ 33.2	1,369,548	I	See Footnote (2)
Capital Stock	05/20/2008	S	400	D	\$ 33.21	1,369,148	I	See Footnote (2)
Capital Stock	05/20/2008	S	861	D	\$ 33.22	1,368,287	I	See Footnote (2)
Capital Stock	05/20/2008	S	431	D	\$ 33.23	1,367,856	I	See Footnote (2)

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

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.

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(9-02)

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

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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 Derivatives 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VAN BEUREN JOHN A P.O. BOX 4098 MIDDLETOWN, RI 02842		X		

Signatures

/s/ John A. van Beuren 05/22/2008

__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).
- Withdrawal of shares from a Voting Trust pursuant to Rule 16b-8. Following withdrawal from the voting trust, the shares were held in a
- (1) family partnership and remained indirectly beneficially owned by the Reporting Person. The transactions involved a change in the form of indirect beneficial ownership and did not constitute an acquisition or disposition of shares by the Reporting Person.
 - (2) Interests held by family trusts, partnerships and corporation. The filing of this Form should not be deemed as an admission that the Reporting Person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of these securities.
 - (3) The number of shares reported as beneficially owned indirectly by the Reporting Person, and the number of shares reported as beneficially owned directly, have been adjusted from the amount reported on the Reporting Person's most recent Form 4 to reflect a change in the form of ownership of 905,552 shares in transactions exempt pursuant to Rule 16a-13.

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.