

CAMPBELL SOUP CO
Form 4
June 04, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
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)
06/02/2008

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) | (A) or (D) | 5. Amount or Price | 6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 7. Nature of Ownership Form: Direct (D) or Indirect (I) (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------------------|---|--|
| Common Stock | 06/02/2008 | | M | 55,378 | A | \$ 22.95 | 254,804 | D |
| Common Stock | 06/02/2008 | | S ⁽¹⁾ | 5,000 | D | \$ 33 | 249,804 | D |
| Common Stock | 06/02/2008 | | S | 700 | D | \$ 33.01 | 249,104 | D |
| Common Stock | 06/02/2008 | | S | 2,800 | D | \$ 33.02 | 246,304 | D |
| Common Stock | 06/02/2008 | | S | 3,600 | D | \$ 33.03 | 242,704 | D |

Edgar Filing: CAMPBELL SOUP CO - Form 4

| | | | | | | | | |
|--------------|------------|---|-------|---|----------|---------|---|--------|
| Common Stock | 06/02/2008 | S | 1,028 | D | \$ 33.04 | 241,676 | D | |
| Common Stock | 06/02/2008 | S | 1,000 | D | \$ 33.05 | 240,676 | D | |
| Common Stock | 06/02/2008 | S | 250 | D | \$ 33.06 | 240,426 | D | |
| Common Stock | 06/02/2008 | S | 2,000 | D | \$ 33.07 | 238,426 | D | |
| Common Stock | 06/02/2008 | S | 4,000 | D | \$ 33.1 | 234,426 | D | |
| Common Stock | 06/02/2008 | S | 2,000 | D | \$ 33.14 | 232,426 | D | |
| Common Stock | 06/02/2008 | S | 1,000 | D | \$ 33.15 | 231,426 | D | |
| Common Stock | 06/02/2008 | S | 3,000 | D | \$ 33.16 | 228,426 | D | |
| Common Stock | 06/02/2008 | S | 1,000 | D | \$ 33.17 | 227,426 | D | |
| Common Stock | 06/02/2008 | S | 1,000 | D | \$ 33.18 | 226,426 | D | |
| Common Stock | 06/02/2008 | S | 700 | D | \$ 33.19 | 225,726 | D | |
| Common Stock | 06/02/2008 | S | 1,000 | D | \$ 33.2 | 224,726 | D | |
| Common Stock | 06/02/2008 | S | 2,000 | D | \$ 33.24 | 222,726 | D | |
| Common Stock | 06/02/2008 | S | 3,300 | D | \$ 33.25 | 219,426 | D | |
| Common Stock | 06/02/2008 | S | 9,000 | D | \$ 33.26 | 210,426 | D | |
| Common Stock | 06/02/2008 | S | 5,000 | D | \$ 33.28 | 205,426 | D | |
| Common Stock | 06/02/2008 | S | 2,000 | D | \$ 33.29 | 203,426 | D | |
| Common Stock | 06/02/2008 | S | 1,000 | D | \$ 33.3 | 202,426 | D | |
| Common Stock | 06/02/2008 | S | 1,000 | D | \$ 33.31 | 201,426 | D | |
| Common Stock | 06/02/2008 | S | 2,000 | D | \$ 33.33 | 199,426 | D | |
| | | | | | | 1,331 | I | 401(K) |

Common
Stock

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.

SEC 1474
(9-02)

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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Options | \$ 22.95 | 06/02/2008 | | M | 55,378 | (2) 07/25/2012 | Common Stock | 55,378 | |

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

06/04/2008

__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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Edgar Filing: CAMPBELL SOUP CO - Form 4

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.