

WEBER CHARLOTTE C
Form 4
June 09, 2006

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 *
WEBER CHARLOTTE C

(Last) (First) (Middle)
1 CAMPBELL PLACE
(Street)
CAMDEN, NJ 08103-1799
(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
06/07/2006

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)

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 06/07/2006 | | J ⁽¹⁾ | 4,389,285 D | \$ 0 2,327,959 | I ⁽¹⁾ | See footnote (2) |
| Common Stock | 06/07/2006 | | J ⁽³⁾ | 10,275 D | \$ 0 2,317,684 | I ⁽¹⁾ | See footnote (2) |
| Common Stock | 06/07/2006 | | J ⁽⁴⁾ | 2,317,684 D | \$ 0 0 | I ⁽¹⁾ | See footnote (2) |
| Common Stock | 06/07/2006 | | J ⁽⁵⁾ | 4,389,285 A | \$ 0 4,389,799 | I ⁽⁶⁾ | See footnote (6) |

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| | | | | | | | | |
|--------------|------------|------------------|--------|---|------|------------------------|------------------|------------------|
| Common Stock | 06/07/2006 | J ⁽⁷⁾ | 10,275 | A | \$ 0 | 27,324 | I ⁽⁸⁾ | See footnote (8) |
| Common Stock | | | | | | 11,058,785 | I ⁽⁹⁾ | See footnote (9) |
| Common Stock | | | | | | 27,542 ⁽¹⁰⁾ | D | |

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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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

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

Signatures

John J. Furey,
Attorney-In-Fact

06/09/2006

 **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).

Distribution of shares upon liquidation of CSCS Holdings Limited Partnership, a Delaware limited partnership ("CSCS LP") of which the Trustees (including the reporting person) under the Deed of Trust of Charlotte C. Weber dated May 10, 1968 ("1968 Trust") and four trusts for the benefit of family members of the reporting person (the "Trusts") were the limited partners, and CSCS Holdings, Inc. ("CSCS Inc.") was the general partner, to the 1968 Trust. The reporting person is not a trustee or beneficiary of the Trusts.
- (1) Shares held by CSCS LP. See footnote (1). Following its liquidation, CSCS LP ceased to exist.
- (2) Distribution of shares by CSCS LP to CSCS Inc.
- (3) Distribution of shares by CSCS LP to the Trusts.
- (4) Distribution to the 1968 Trust by CSCS LP.
- (5) Shares held by the 1968 Trust. See footnote (1). The reporting person disclaims beneficial ownership of these shares except to the extent of her pecuniary interest therein.
- (6) Distribution to CSCS Inc. by CSCS LP.
- (7) Shares held by CSCS Inc. See footnote (1). 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 Inc. is the general partner and the
- (8) 1968 Trust is the limited partner. The reporting person disclaims beneficial ownership of these shares except to the extent of her pecuniary interest therein.
- (9) Includes dividend reinvestment shares.
- (10)

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

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