

WEBER CHARLOTTE C

Form 4

December 06, 2005

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
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

OMB APPROVAL

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Number: 3235-0287
Expires: January 31,
2005
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(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)
12/02/2005

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)
			Code	V	Amount	(A) or (D) Price			
Common Stock	12/02/2005		S		100	D \$ 30.26	120,414 ⁽¹⁾	I	See footnote (1)
Common Stock	12/02/2005		S		700	D \$ 30.27	119,714	I	See footnote (1)
Common Stock	12/02/2005		S		500	D \$ 30.28	119,214	I	See footnote (1)
Common Stock	12/02/2005		S		500	D \$ 30.29	118,714	I	See footnote (1)

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Common Stock	12/02/2005	S	400	D	\$ 30.3	118,314	I	See footnote (1)
Common Stock	12/02/2005	S	700	D	\$ 30.31	117,614	I	See footnote (1)
Common Stock	12/02/2005	S	800	D	\$ 31.32	116,814	I	See footnote (1)
Common Stock	12/02/2005	S	1,800	D	\$ 30.33	115,014	I	See footnote (1)
Common Stock	12/02/2005	S	600	D	\$ 30.34	114,414	I	See footnote (1)
Common Stock	12/02/2005	S	700	D	\$ 30.35	113,714	I	See footnote (1)
Common Stock	12/02/2005	S	1,100	D	\$ 30.36	112,614	I	See footnote (1)
Common Stock	12/02/2005	S	100	D	\$ 30.37	112,514	I	See footnote (1)
Common Stock	12/02/2005	S	2,200	D	\$ 30.38	110,314	I	See footnote (1)
Common Stock	12/02/2005	S	1,300	D	\$ 30.39	109,014	I	See footnote (1)
Common Stock	12/02/2005	S	1,700	D	\$ 30.4	107,314	I	See footnote (1)
Common Stock	12/02/2005	S	2,400	D	\$ 30.41	104,914	I	See footnote (1)
Common Stock	12/02/2005	S	1,500	D	\$ 30.42	103,414	I	See footnote (1)
Common Stock	12/02/2005	S	1,000	D	\$ 30.43	102,414	I	See footnote (1)
Common Stock	12/02/2005	S	800	D	\$ 30.44	101,614	I	See footnote

									(1)
Copmmon Stock	12/02/2005		S	600	D	\$ 30.45	101,014	I	See footnote (1)
Common Stock	12/02/2005		S	900	D	\$ 30.46	100,114	I	See footnote (1)
Common Stock	12/02/2005		S	700	D	\$ 30.47	99,414	I	See footnote (1)
Common Stock	12/02/2005		S	1,000	D	\$ 30.48	98,414	I	See footnote (1)
Common Stock	12/02/2005		S	4,400	D	\$ 30.49	94,014	I	See footnote (1)
Common Stock	12/02/2005		S	3,500	D	\$ 30.5	90,514	I	See footnote (1)
Common Stock							6,717,244 ⁽²⁾	I	See footnote (2)
Common Stock							25,615 ⁽³⁾	D	
Common Stock							17,049 ⁽⁴⁾	I	See footnote (4)
Common Stock							11,058,785 ⁽⁵⁾	I	See footnote (5)

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

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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	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)
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(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Phantom Shares	<u>(6)</u>		11/30/2005				12/02/2005	A	41	<u>(7)</u>	<u>(7)</u>	Common Stock	41	\$ 0

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

12/06/2005

**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) 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.
- (2) Shares held by CSCS Holdings Limited Partnership, a Delaware limited partnership ("CSCS LP") of which the Trustees (including the reporting person) under the 1968 Trust and the Charlotte C. Weber Year 2002 Grantor Retained Annuity Trust are the limited partners and CSCS Holdings, Inc. ("CSCS Inc."), a corporation owned by the reporting person, is the general partner. The reporting person disclaims beneficial ownership of these shares except to the extent of her pecuniary interest therein.
- (3) Includes dividend reinvestment shares.
- (4) Shares held by CSCS Inc. See footnote (2). The reporting person disclaims beneficial ownership of these shares except to the extent of her pecuniary interest therein.
- (5) Shares held by Suppe Holdings Limited Partnership ("Suppe"), a Delaware limited partnership of which CSCS 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 pecuniary interest therein.
- (6) 1-for-1
- (7) 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.