Edgar Filing: CAMPBELL SOUP CO - Form 4

| CAMPBE Form 4 August 03 | ELL SOUP CO 3, 2006 | | | | | | | | | |
|---|---------------------------|------------------|---|-----------------------|-------------------------------------|---|---|---------------------------------|------------------------|--|
| FOR | M A | | | | | | | - | PPROVAL | |
| | UNITED | STATES | | RITIES A Ashington | | | E COMMISSION | N OMB Number: | 3235-0287 | |
| | k this box | | | | | | | Expires: | January 31, | |
| subje | longer ct to STATEN | MENT OF | CHAN | NGES IN | BENE | Estimated | 2005 average | | | |
| Section | on 16. | | | SECU | RITIES | | | burden hou | | |
| Form Form | - | | . · | | G | | A (61024 | response | . 0.5 | |
| oblig | Theu pu | | | | | | nge Act of 1934, of 1935 or Section | | | |
| | continue. | | | • | • | ny Act of 1 | | 011 | | |
| <i>See</i> Ii 1(b). | nstruction | 50(11) | | livestillen | . Compa | iny rict of f | | | | |
| (Print or Ty | pe Responses) | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> MATHEW SARA | | | 2. Issuer Name and Ticker or Trading Symbol | | | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| | | | CAMPBELL SOUP CO [CPB] | | | | | | | |
| (Last) (First) (Middle) | | | 3. Date of Earliest Transaction | | | | (Check all applicable) | | | |
| | | | (Month/Day/Year) | | | X Director 10% Owner | | | | |
| 1 CAMPBELL PLACE | | | 08/01/2006 | | | | Officer (give title Other (specify below) | | | |
| | (Street) | | 4. If Amendment, Date Original | | | al | 6. Individual or Joint/Group Filing(Check | | | |
| CAMDE | N, NJ 08103 | | Filed(Month/Day/Year) | | | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| | | (77) | | | | | Person | | | |
| (City) | (State) | (Zip) | Tab | ole I - Non-l | Derivativ | e Securities A | Acquired, Disposed | of, or Beneficia | lly Owned | |
| 1.Title of | 2. Transaction Date | | | 3. | 4. Securi | | | 6. Ownership | 7. Nature of | |
| Security (Instr. 3) | (Month/Day/Year) | | | Transactio Code | nAcquired (A) or Disposed of (D) | | | Form: Direct (D) or Indirect | Indirect Beneficial | |
| (IIIsu: <i>5</i>) | | any (Month/Da | y/Year) | | | | • | (I) | Ownership | |
| | | | | | | | | (Instr. 4) | (Instr. 4) | |
| | | | | | | (A) | Reported Transaction(s) | | | |
| | | | | Codo V | Amount | Or (D) Price | (Instr. 3 and 4) | | | |
| | | | | Code V | | | | | | |
| Reminder: | Report on a separate line | e for each cla | iss of sec | urities bene | • | • | • | ation of | | |
| | | | | | infor | mation con | spond to the colle tained in this form ond unless the for | n are not | SEC 1474 (9-02) | |

displays a currently valid OMB control number.

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exercisable and | 7. Title and Amount of | 8. Price of |
|-------------|-------------|---------------------|--------------------|------------|------------|-------------------------|------------------------|-------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration Date | Underlying Securities | Derivative |
| Security | or Exercise | | any | Code | of | (Month/Day/Year) | (Instr. 3 and 4) | Security |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | (Instr. 5) |

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| | Derivative Security | | Securitie Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Acquired A) or Disposed of (D) Instr. 3, | | | | | |
|------------------|------------------------|------------|--|--|---------------------|--------------------|-----------------|--|------|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Phantom Stock | <u>(1)</u> | 08/01/2006 | А | 17 | (2) | (2) | Common Stock | 17 | \$ 0 |

Reporting Owners

| Reporting Owner Name / Address | | | | |
|---|----------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MATHEW SARA 1 CAMPBELL PLACE CAMDEN, NJ 08103 | Х | | | |
| Signatures | | | | |
| John J. Furey, Attorney-In-Fact | 08/ | 03/2006 | | |
| <u>**</u> 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) 1-for-1
- (2) 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.