CAMPBELL SOUP CO

Form 4

December 08, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue.

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * **DORRANCE BENNETT**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

(Middle)

CAMPBELL SOUP CO [CPB]

(Check all applicable)

(First)

(Street)

3. Date of Earliest Transaction

(Month/Day/Year)

_X__ Director X__ 10% Owner Officer (give title _ Other (specify below)

12/06/2010

6. Individual or Joint/Group Filing(Check

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

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

CAMDEN, NJ 08103

1 CAMPBELL PLACE

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secui	rities Acq	uired, Disposed	of, or Benefic	ially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securiti on(A) or Dis (Instr. 3, 4)	posed	of (D)	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	12/06/2010		S	25,488	D	\$ 34.25 (1)	2,275,564 (2)	I	Bennett Dorrance Trust
Common Stock							25,456,730 (3)	I	Guillermo Investments LLC

2,419,355 (4) I

Investments LLC

ABD

Clarabelle

Common 17,957,141 (5) Stock

I Investments Limited

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Common Stock	1,105,142 <u>(6)</u> I	Dorrance 1995 Issue Trust
Common Stock	2,043 <u>(7)</u> I	Hank, Inc.

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form 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		4.	5.	6. Date Exerc		7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	*		orNumber	Expiration D		Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3 and 4)		Own
	Security				Acquired					Follo
	J				(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					` ′					(IIISU
					(Instr. 3,					
					4, and 5)					
								Amount		
						Date	Expiration	or		
						Exercisable	•	Title Number		
							of			
				Code V	(A) (D)			Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DORRANCE BENNETT							
1 CAMPBELL PLACE	X	X					
CAMDEN, NJ 08103							

Signatures

Kathleen M. Gibson, 12/08/2010 Attorney-In-Fact **Signature of Reporting Person

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).

Date

(1) The price reflects the weighted average sale price for the transactions reported on this line. The range of prices for the transactions reported on this line are \$34.25 to and including \$34.27. The full information regarding the number of shares sold at each separate price

Reporting Owners 2

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will be provided upon request by the Commission staff.

- (2) Bennett Dorrance is the sole Trustee of the Bennett Dorrance Trust. Mr. Dorrance disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- Held by Guillermo Investments LLC. Mr. Dorrance is the sole director and majority owner of Hank, Inc., which is the sole manager of Guillermo Investments LLC. Mr. Dorrance disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- (4) Held by Clarabelle Investments LLC of which Mr. Dorrance is a majority owner. Mr. Dorrance disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- (5) Held by ABD Investments Limited of which Mr. Dorrance is a majority general partner. Mr. Dorrance disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- (6) Held by the Dorrance 1995 Issue Trust, which is a trust for the benefit of Mr. Dorrance's children. Mr. Dorrance is a director of the corporate trustee. Mr. Dorrance disclaims beneficial ownership of these shares.
- (7) Held by Hank, Inc. of which Mr. Dorrance is the sole director and majority owner. Mr. Dorrance disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

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.