CAMPBELL SOUP CO

Form 5

September 14, 2005

OMB APPROVAL FORM 5

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

3235-0362 Number: January 31, Expires: 2005

OMB

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4 Transactions Reported

1. Name and Address of Reporting Person * STRAWBRIDGE GEORGE JR			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			CAMPBELL SOUP CO [CPB]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended	(Sheek an applicable)			
			(Month/Day/Year)	X Director 10% Owner			
			07/31/2005	Officer (give title Other (specify			
C/O DECHER	RT LLP, 40	000 BELL		below) below)			
ATL. TWR.,	1717 ARCH	ST.					
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Reporting			

Filed(Month/Day/Year)

(check applicable line)

PHILADELPHIA, Â PAÂ 19103-2793

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

(City)	(State)	(Zip) 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. Securit (A) or Dis (Instr. 3, 4	sposed 4 and 5 (A)	of (D)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
common stock	03/24/2005	Â	J	Amount 31,509	or (D)	Price \$ 28.02	⁴⁾ 7,289,481	I	See (1) (2)
common stock	03/24/2005	Â	J	20,459	A	\$ 28.02	7,309,940	I	See (1) (3)
common stock	03/24/2005	Â	J	9,427	A	\$ 28.02	7,319,367	I	See (1) (4)
common stock	06/13/2005	Â	J	30,088	A	\$ 30.74	7,349,455	I	See (1) (2)

Edgar Filing: CAMPBELL SOUP CO - Form 5

common stock	06/13/2005	Â	J	19,596	A	\$ 30.74	7,369,051	I	See (1) (3)
common stock	06/13/2005	Â	J	9,011	A	\$ 30.74	7,378,062	I	See (1) (4)
common stock	03/24/2005	Â	J	31,509	D	\$ 28.02	600,789	I	See (1) (2)
common stock	06/13/2005	Â	J	30,088	D	\$ 30.74	570,701	I	See (1) (2)
common stock	03/24/2005	Â	J	20,459	D	\$ 28.02	71,047	I	See (1) (3)
common stock	06/13/2005	Â	J	19,596	D	\$ 30.74	51,451	I	See (1) (3)
common stock	03/24/2005	Â	J	9,427	D	\$ 28.02	132,911	I	See (1) (4)
common stock	06/13/2005	Â	J	9,011	D	\$ 30.74	123,900	I	See (1) (4)
common stock	07/31/2004	Â	J	0	A	\$ 0	0	I	See (5) (6) (7) (8) (9) (10) (11)

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.

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)	Number Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derivat Security (Instr. 5
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
phantom units	Â	07/31/2005	Â	J	73 Â	(12)	(12)	common stock	73	(12)

SEC 2270

(9-02)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

STRAWBRIDGE GEORGE JR C/O DECHERT LLP 4000 BELL ATL. TWR., 1717 ARCH ST. PHILADELPHIA, PAÂ 19103-2793

ÂXÂÂÂ

Signatures

Robert L. Freedman, by Power of Attorney

09/14/2005

**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) By a trust of which I am income beneficiary and co-trustee and which I have the power to revoke (the "1991 Trust").
- By a trust created by me on August 6, 2003 (the "2003 Five Year Trust") of which I am the income beneficiary until August 2008. I am (2) the trustee of this trust. I do not have the power to revoke this trust. On March 24, 2005 31,509 shares and on June 13, 2005 30,088 shares were transferred from the 2003 Five Year Trust to the 1991 Trust.
- By a trust created by me on August 6, 2003 (the "2003 Two Year Trust") of which I am the income beneficiary until August 2005. I am the trustee of this trust. I do not have the power to revoke this trust. On March 24, 2005 20,456 shares and on June 13, 2005 19,596 shares were transferred from the 2003 Five Year Trust to the 1991 Trust.
- By a trust created by me on May 25, 2004 (the "2004 Three Year Trust") of which I am the income beneficiary until May 2007. I am the trustee of this trust. I do not have the power to revoke this trust. On March 24, 2005 9,427 shares and on June 13, 2005 9,011 shares were transferred from the 2004 Three Year Trust to the 1991 Trust
- (5) I disclaim beneficial ownership of the 11,635,421 shares held by a partnership, a general partner of which is a trust for the benefit of my sister which she has the power to revoke and of which I am a co-trustee (Reported pursuant to Rule 16a-8(b)(2)).
- (6) I disclaim beneficial ownership of 1,936,336 shares held by trusts for the benefit of my nephews of which I am co-trustee. (Reported pursuant to Rule 16a-8(b)(2)).
- (7) I disclaim beneficial ownership of 1,000 shares held by a trust for the benefit of my step-daughter of which I am co-trustee. (Reported pursuant to Rule 16a-8(b)(2)).
- (8) I disclaim beneficial ownership of 1,000 shares held by a trust for the benefit of my step-daughter of which I am co-trustee. (Reported pursuant to Rule 16a-8(b)(2)).
- I disclaim beneficial ownership of 111,464 shares held by trusts for the benefit of one of my adult sons who currently resides with me. (I do not serve as a trustee.). I disclaim beneficial ownership of 48,530 shares held by a trust for the benefit of one of my adult sons who currently resides with me (I do serve as a co-trustee). (Reported pursuant to Rule 16a-8(b)(2)).
- I disclaim beneficial ownership of 2,142,320 shares held by trusts for the benefit of my descendants. (I do not serve as a trustee.). I disclaim beneficial ownership of 48,530 shares held by a trust for the benefit of one of my adult sons who does not currently reside with me (I do serve as co-trustee). (Reported pursuant to Rule 16a-8(b)(2)).
- (11) I disclaim beneficial ownership of 3,000 shares held by a trust for the benefit of my wife of which I am co-trustee. (Reported pursuant to Rule 16a-8(b)(2).
- (12) These phantom shares were credited to the reporting person's deferred compensation account during the last fiscal year.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

Reporting Owners 3