

Alexander Mark R.
Form 3/A
June 11, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * Alexander Mark R. (Last) (First) (Middle) 1 CAMPBELL PLACE (Street) CAMDEN, NJ 08103 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 10/06/2009	3. Issuer Name and Ticker or Trading Symbol CAMPBELL SOUP CO [CPB]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☐ Director ☐ 10% Owner ☒ Officer ☐ Other (give title below) (specify below) Senior Vice President	5. If Amendment, Date Original Filed(Month/Day/Year) 10/15/2009 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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	114,014 ⁽¹⁾	D	^
Common Stock	5,235	I	401(k)

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

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
---	---	--	---	---	--

Edgar Filing: Alexander Mark R. - Form 3/A

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (Right to buy)	Â (2)	06/22/2010	Common Stock	8,200	\$ 29.59	D	Â
Stock Options (Right to buy)	Â (2)	09/28/2011	Common Stock	14,875	\$ 27.99	D	Â
Stock Options (Right to buy)	Â (2)	07/25/2012	Common Stock	20,413	\$ 22.95	D	Â
Stock Options (Right to buy)	Â (2)	09/25/2013	Common Stock	30,000	\$ 26.84	D	Â
Stock Options (Right to buy)	Â (2)	09/23/2014	Common Stock	25,000	\$ 26.36	D	Â
Phantom Stock (3)	Â (4)	Â (5)	Common Stock	1,258	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Alexander Mark R. 1 CAMPBELL PLACE CAMDEN, NJ 08103	Â	Â	Â Senior Vice President	Â

Signatures

Kathleen M. Gibson,
Attorney-In-Fact

06/11/2010

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) On the Form 3 filed on October 15, 2009 the shares held directly by the reporting person were incorrect due to the failure to include (1) a grant of 8,100 restricted stock units made on October 1, 2009 and (2) 12,770 shares that were not held directly in the name of the reporting person. The 8,100 shares were reported in a Form 3A filed on May 19, 2010. The 12,770 shares are being reported in this Form 3A. The correct balance of shares held directly as of October 6, 2009 should have been 114,014.

(2) The options vest cumulatively over three years at the rate of 30%, 60%, 100% respectively on the first three anniversaries of the Grant Date.

(3) The phantom shares were inadvertently omitted from the reporting person's Form 3 filed on October 15, 2009.

(4) Phantom shares are fully vested.

(5) Shares of phantom stock are payable only in cash 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.