

CAMPBELL SOUP CO  
Form 4  
December 10, 2015

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

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

(Last) (First) (Middle)

1 CAMPBELL PLACE

(Street)

CAMDEN, NJ 08103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CAMPBELL SOUP CO [CPB]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/09/2015

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 12/09/2015                           |  | M                              | V<br>19,260<br>A<br>\$<br>29.91                                   | 24,978  | D  |   |
| Common Stock                    |                                      |  |                                |   | 2,043 <sup>(1)</sup>  | I  | Hank, Inc. <sup>(2)</sup>                             |
| Common Stock                    |                                      |  |                                |   | 27,876,085 <sup>(1)</sup>   | I  | Guillermo Investments, Inc. <sup>(3)</sup>            |
| Common Stock                    |                                      |  |                                |   | 17,957,141 <sup>(1)</sup>   | I  | ABD Investments LP <sup>(4)</sup>                     |
| Common                          |                                      |  |                                |   | 460,554 <sup>(1)</sup>  | I  | Bennett   |

Stock

Dorrance Revocable Trust <sup>(5)</sup>

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 (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                            |        |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|--------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date |   |                            |        |
|  |  |                                      |  | Code                           | V   | (A)  | (D)             | Title   | Amount or Number of Shares |        |
| Employee Stock Option (right to buy)       | \$ 29.91   | 12/09/2015                           |  | M                              |   | 19,260   |                 | <sup>(6)</sup> 01/01/2016                                     | Common Stock               | 19,260 |

## Reporting Owners

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

## Signatures

Tara L. Smith, Attorney-in-Fact 12/10/2015

<sup>\*\*</sup>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) Mr. Dorrance disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein.

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- (2) Held by Hank, Inc. of which Mr. Dorrance is the majority owner and sole director.
- (3) Held by Guillermo Investments LLC, of which Hank Inc. is the sole manager. Mr. Dorrance disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- (4) Held by ABD Investments, LLC, of which Hank is the sole manager.
- (5) Bennett Dorrance is the sole Trustee of the Bennett Dorrance Trust.
- (6) The options vested cumulatively over three years at the rate of 30%,60%, 100% respectively on the first three anniversaries on the Grant Date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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