

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-09** | Period of Report: **2012-12-27**  
SEC Accession No. [0001209191-13-002643](#)

([HTML Version](#) on [secdatabase.com](#))

### REPORTING OWNER

#### **MALONE MARY ALICE**

CIK: **1206698**

Type: **4** | Act: **34** | File No.: **001-03822** | Film No.: **13519870**

Mailing Address  
75 OLD STOTTSVILLE ROAD  
COATESVILLE PA 19320

### ISSUER

#### **CAMPBELL SOUP CO**

CIK: **16732** | IRS No.: **210419870** | State of Incorporation: **NJ** | Fiscal Year End: **0728**  
SIC: **2000** Food and kindred products

Mailing Address  
CAMPBELL PL  
CAMDEN NJ 08103

Business Address  
CAMPBELL PL  
CAMDEN NJ 08103  
8563424800

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
Expires: 02/28/2011  
Estimated average burden hours per response 0.5

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>MALONE MARY ALICE</b>			2. Issuer Name and Ticker or Trading Symbol <b>CAMPBELL SOUP CO [CPB]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>12/27/2012</b>					
1 CAMPBELL PLACE (Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
CAMDEN, NJ 08103 (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. 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/27/2012		G	V	1,820,371	D	\$ 0	11,410,172	I	Contango LP <sup>(1)</sup>
Common Stock	12/27/2012		G	V	1,820,371	A	\$ 0	1,820,371	I	2012 Mary Alice Malone GRAT <sup>(2)</sup>
Common Stock	01/08/2013		A		3,055	A	\$ 0	39,889,325	I	Mary Alice Malone Revocable Trust
Common Stock								1,333	I	Hera Management, LLC <sup>(3)</sup>
Common Stock								76,491	I	Trusts for Children <sup>(4)</sup>

**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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
--	--	--------------------------------------	--	--------------------------------	---	--	---	--	--	---	--

				of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Transaction(s) (Instr. 4)	(I) (Instr. 4)
				Code	V						

**Explanation of Responses:**

1. Held by Contango LP, of which Hera Management LLC, a single member LLC of which Ms. Malons is the sole member, is the general partner. Ms. Malone disclaims beneficial ownership of all of the above shares except to the extent of her pecuniary interest therein.
2. These shares were contributed to a grantor retained annuity trust, of which Ms. Malone is sole trustee, on December 27, 2012. These shares were previously reported as indirectly beneficially owned by Contango LP
3. Held by Hera Management LLC, of which Ms. Malone is the sole member. Ms. Malone disclaims beneficial ownership of all of the above shares except to the extent of her pecuniary interest therein.
4. Held by trusts for Ms. Malone's children. Ms. Malone is a trustee of these trusts and disclaims beneficial ownership of these shares.

**Signatures**

Tara L. Smith, Attorney-in-Fact

\*\* Signature of Reporting Person

01/09/2013

Date

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

\* 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).

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

**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 Number.**