

CAMPBELL SOUP CO

Form 4

January 10, 2017

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
vanBeuren Archbold D

(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)
10/01/2016

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	10/01/2016		G	V 2,321 A \$ 0	2,857 ⁽¹⁾	I	Family management company ⁽²⁾
Common Stock	10/01/2016		G	V 6,617 D \$ 0	0 ⁽³⁾	I	ADvB 2013 GRAT
Common Stock	10/01/2016		G	V 6,617 A \$ 0	1,136,772 ⁽³⁾	I	ADvB Revocable Trust
Common Stock	12/13/2016		G	V 1,750 D \$ 0	1,135,022 ⁽⁴⁾	I	ADvB Revocable Trust

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Common Stock	01/06/2017	A	2,181	A	\$ 0	1,137,203	I	ADvB Revocable Trust
Common Stock						784,880	I	Family investment partnership ⁽⁵⁾
Common Stock						488	I	Family management company ⁽⁶⁾
Common Stock						92,806	I	ADvB 2009 GRAT
Common Stock						22,938	I	401K

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.

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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
vanBeuren Archbold D 1 CAMPBELL PLACE CAMDEN, NJ 08103	X

Signatures

Tara L. Smith,
Attorney-in-Fact

01/10/2017

__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) An aggregate of 2,321 shares were transferred from two limited partnerships to ABANCO Management Corp ("AMC"). The Reporting Person did not have a beneficial ownership interest in the shares on common stock held by the limited partnerships prior to the transfer.
AMC is a family management company that owns Common Stock. The Reporting Person owns a fractional interest in AMC and the shares reported on this line represent the shares in which the Reporting Person has a pecuniary interest, based on his fractional ownership of AMC. The Reporting Person disclaims beneficial ownership of the securities held by AMC except to the extent of his pecuniary interest therein.
- (2) 6,617 shares were contributed by the ADvB 2013 GRAT to the Archbold D. van Beuren Revocable Trust. The Reporting Person's beneficial ownership and pecuniary interest in the shares did not change as a result of the contribution from the GRAT to the Revocable Trust.
- (3) 1,750 shares were donated by the Archbold D. van Beuren Revocable Trust to a charitable gift fund. The Reporting Person no longer has beneficial ownership or a pecuniary interest in these shares.
These shares are held by Arnott Investment Partners LP ("Arnott"), a family investment partnership in which the Reporting Person owns an interest. The shares reported on this line represent the shares in which the Reporting Person has a pecuniary interest, based on his fractional ownership. The Reporting Person disclaims beneficial ownership of the securities held by Arnott except to the extent of his pecuniary interest therein.
- (4) These shares are held by vB Managers, a family management company that owns common stock. The Reporting Person owns a fractional interest in vB Managers and the shares reported on this line represent the shares in which the Reporting Person has a pecuniary interest, based on his fractional ownership. The Reporting Person disclaims beneficial ownership of the securities held by vB Managers except to the extent of his pecuniary interest therein.
- (5) These shares are held by vB Managers, a family management company that owns common stock. The Reporting Person owns a fractional interest in vB Managers and the shares reported on this line represent the shares in which the Reporting Person has a pecuniary interest, based on his fractional ownership. The Reporting Person disclaims beneficial ownership of the securities held by vB Managers except to the extent of his pecuniary interest therein.
- (6)

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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