**Averill Howard M**

**CAMPBEll SOUP CO [ CPB ]**

**Dircctor**

**10% Owner**

**Officer (give title below)**

**Other (specify below)**

**Date of Earliest Transaction (Month/Day/Year)**

**06/30/2020**

**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**

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phantom Stock</td>
<td>(1)     06/30/2020</td>
<td></td>
<td></td>
<td></td>
<td>758.88</td>
<td>(A)</td>
<td>(D)</td>
</tr>
<tr>
<td>Common Stock</td>
<td>758.88</td>
<td>$0</td>
<td>$8,973.77</td>
<td>(4)</td>
<td>D</td>
<td>07/02/2020</td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Each share of Phantom Stock is the economic equivalent of one share of issuer common stock.
2. Phantom shares are fully vested.
3. The value of phantom stock is payable in cash from the Company's Supplemental Retirement Plan upon reporting person's retirement, resignation or termination.
4. Includes 55.73 shares acquired through dividend reinvestment since the reporting person's last report.

**Remarks:**

Charles A. Brawley, III, Attorney-in-Fact

07/02/2020

**Signature of Reporting Person**

**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).


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.