

CAMPBELL SOUP CO  
Form S-8 POS  
April 23, 2004

As filed with the Securities and Exchange Commission on April 23, 2004  
Registration Number 333-38520

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**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**POST-EFFECTIVE AMENDMENT NO. 1**  
**TO**  
**FORM S-8**

**REGISTRATION STATEMENT UNDER**  
**THE SECURITIES ACT OF 1933**

**Campbell Soup Company**

*(Exact Name of Issuer As Specified in Its Charter)*

**New Jersey**  
*State of Incorporation*

**21-0419870**  
*I.R.S. Employer Identification No.*

**One Campbell Place**  
**Camden, New Jersey 08103-1799**  
*Principal Executive Offices*

**CAMPBELL SOUP COMPANY 1994 LONG-TERM INCENTIVE PLAN**  
**(Full Title of the Plan)**

**ELLEN ORAN KADEN**  
**Senior Vice President Law and Government Affairs**  
**Campbell Soup Company**  
**One Campbell Place, Camden, New Jersey 08103-1799**  
*Name and address of agent for service*

**Telephone number, including area code, of agent for service: (856) 342-4800**

**This Post-Effective Amendment No. 1 is being filed to de-register 3,335,013 shares of Capital Stock of Campbell Soup Company (the Registrant ). Such shares were registered under a Registration Statement on Form S-8, Registration No. 333-38520, for purchase under the Registrant s 1994 Long-Term Incentive Plan. The Registrant has carried forward all of the deregistered shares to a Registration Statement on Form S-8, Registration No. 333-112319, covering the Registrant s 2003 Long-Term Incentive Plan.**

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No.1 to Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Camden and State of New Jersey, on the 23rd day of April 2004.

**CAMPBELL SOUP COMPANY**

**BY: /s/ Robert A. Schiffner**

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Robert A. Schiffner  
Senior Vice President and  
Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to Registration Statement has been signed by the following persons in the capacities and on the date indicated.

Date: April 23, 2004

**/s/ Robert A. Schiffner**

**/s/ Anthony DiSilvestro**

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Robert A. Schiffner  
Senior Vice President and  
Chief Financial Officer

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Anthony DiSilvestro  
Vice President    Controller

George M. Sherman	Chairman and Director	}
Douglas R. Conant	President, Chief Executive Officer and Director	}
Edmund M. Carpenter	Director	}
Paul R. Charon	Director	}
Bennett Dorrance	Director	}
Kent B. Foster	Director	}
Harvey Golub	Director	}
Randall W. Larrimore	Director	}
Philip E. Lippincott	Director	}
Mary Alice D. Malone	Director	}
David C. Patterson	Director	}
Charles R. Perrin	Director	}
Donald M. Stewart	Director	}
George Strawbridge, Jr.	Director	}
Les C. Vinney	Director	}

**By: /s/ John J. Furey**

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John J. Furey  
Corporate  
Secretary

Charlotte C. Weber

Director

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