

TUPPERWARE BRANDS CORP

Form 4

August 05, 2013

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SKROEDER CHRISTIAN E

2. Issuer Name **and** Ticker or Trading
Symbol
TUPPERWARE BRANDS CORP
[TUP]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

TUPPERWARE BRANDS
CORP, PO BOX 2353

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/01/2013

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Group President

ORLANDO, FL 32802-2353

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	08/01/2013		M		3,000	A	\$ 23.49	41,294	D
Common Stock	08/01/2013		M		3,000	A	\$ 20.83	44,294	D
Common Stock	08/01/2013		M		5,542	A	\$ 33.77	49,836	D
Common Stock	08/01/2013		S		11,542	D	\$ 87.2885 <u>(1)</u>	38,294	D
	08/02/2013		M		2,158	A	\$ 33.77	40,452	D

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Common
Stock

Common Stock	08/02/2013	M	30,750	A	\$ 17.54	71,202	D
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Common Stock	08/02/2013	S	32,908	D	\$ <u>(2)</u>	38,294	D
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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 23.49	08/01/2013		M	3,000	11/17/2006 ⁽³⁾ 11/16/2015	Common Stock 3,000
Stock Option	\$ 20.83	08/01/2013		M	3,000	11/02/2007 ⁽⁴⁾ 11/01/2016	Common Stock 3,000
Stock Option	\$ 33.77	08/01/2013		M	5,542	11/02/2008 ⁽⁵⁾ 11/01/2017	Common Stock 5,542
Stock Option	\$ 33.77	08/02/2013		M	2,158	11/02/2008 ⁽⁵⁾ 11/01/2017	Common Stock 2,158
Stock Option	\$ 17.54	08/02/2013		M	30,750	11/19/2009 ⁽⁶⁾ 11/18/2018	Common Stock 30,750

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SKROEDER CHRISTIAN E TUPPERWARE BRANDS CORP	Group President

PO BOX 2353
ORLANDO, FL 32802-2353

Signatures

/s/ Susan R. Coumes, attorney-in-fact for Mr.
Skroeder

08/05/2013

__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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$87.00 to \$87.56, inclusive. The reporting person undertakes to provide to Tupperware Brands Corporation, any security holder of Tupperware Brands Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (1) and (2) to this Form 4.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$85.50 to \$85.86, inclusive.
- (3) The option vests in three equal annual installments beginning on November 17, 2006.
- (4) The option vests in three equal annual installments beginning on November 2, 2007.
- (5) The option vests in three equal annual installments beginning on November 2, 2008.
- (6) The option vests in three equal annual installments beginning on November 19, 2009.

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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