

TUPPERWARE BRANDS CORP
 Form 4
 May 07, 2014

FORM 4

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

OMB APPROVAL

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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

(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)

3. Date of Earliest Transaction (Month/Day/Year)
05/05/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

TUPPERWARE BRANDS CORP, PO BOX 2353

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

ORLANDO, FL 32802-2353

(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	05/05/2014		M	8,920 A \$ 47.31	29,013	D	
Common Stock	05/05/2014		S ⁽¹⁾	3,420 D \$ 84	25,593	D	
Common Stock	05/05/2014		S ⁽¹⁾	200 D \$ 84.008	25,393	D	
Common Stock	05/05/2014		S ⁽¹⁾	300 D \$ 84.01	25,093	D	
Common Stock	05/05/2014		S ⁽¹⁾	300 D \$ 84.02	24,793	D	

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Common Stock	05/05/2014	<u>S</u> (1)	500	D	\$ 84.03	24,293	D
Common Stock	05/05/2014	<u>S</u> (1)	100	D	\$ 84.035	24,193	D
Common Stock	05/05/2014	<u>S</u> (1)	800	D	\$ 84.04	23,393	D
Common Stock	05/05/2014	<u>S</u> (1)	500	D	\$ 84.05	22,893	D
Common Stock	05/05/2014	<u>S</u> (1)	200	D	\$ 84.07	22,693	D
Common Stock	05/05/2014	<u>S</u> (1)	400	D	\$ 84.08	22,293	D
Common Stock	05/05/2014	<u>S</u> (1)	100	D	\$ 84.09	22,193	D
Common Stock	05/05/2014	<u>S</u> (1)	200	D	\$ 84.1	21,993	D
Common Stock	05/05/2014	<u>S</u> (1)	400	D	\$ 84.11	21,593	D
Common Stock	05/05/2014	<u>S</u> (1)	200	D	\$ 84.12	21,393	D
Common Stock	05/05/2014	<u>S</u> (1)	200	D	\$ 84.14	21,193	D
Common Stock	05/05/2014	<u>S</u> (1)	400	D	\$ 84.16	20,793	D
Common Stock	05/05/2014	<u>S</u> (1)	200	D	\$ 84.21	20,593	D
Common Stock	05/05/2014	<u>S</u> (1)	500	D	\$ 84.22	20,093	D
Common Stock	05/06/2014	M	1,480	A	\$ 47.31	21,573	D
Common Stock	05/06/2014	<u>S</u> (1)	1,480	D	\$ 83	20,093	D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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	\$ 47.31	05/05/2014		M		8,920	11/04/2011 ⁽²⁾ 11/03/2020	Common Stock	8,920
Stock Option	\$ 47.31	05/06/2014		M		1,480	11/04/2011 ⁽²⁾ 11/03/2020	Common Stock	1,480

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SKROEDER CHRISTIAN E TUPPERWARE BRANDS CORP PO BOX 2353 ORLANDO, FL 32802-2353			Executive Vice President	

Signatures

/s/ Susan R. Coumes, attorney-in-fact for Mr. Skroeder
 05/07/2014
 **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) Shares sold pursuant to cashless exercise of stock option.
- (2) The option vests in three equal annual installments beginning on November 4, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.