

TUPPERWARE BRANDS CORP
Form 4
November 10, 2008

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

OMB APPROVAL

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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)
11/07/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP, Worldwide Market Dev.

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code V | Amount | | |
| Common Stock | 11/07/2008 | | M | | 25,000 | A | \$ 19.2 47,467 D |
| Common Stock | 11/07/2008 | | S ⁽¹⁾ | | 2,700 | D | \$ 22.86 44,767 D |
| Common Stock | 11/07/2008 | | S ⁽¹⁾ | | 100 | D | \$ 22.87 44,667 D |
| Common Stock | 11/07/2008 | | S ⁽¹⁾ | | 900 | D | \$ 22.89 43,767 D |
| Common Stock | 11/07/2008 | | S ⁽¹⁾ | | 1,600 | D | \$ 22.9 42,167 D |

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| | | | | | | | |
|--------------|------------|-------------|-------|---|----------|--------|---|
| Common Stock | 11/07/2008 | <u>S(1)</u> | 100 | D | \$ 22.91 | 42,067 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 300 | D | \$ 22.92 | 41,767 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 1,200 | D | \$ 22.93 | 40,567 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 200 | D | \$ 22.97 | 40,367 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 500 | D | \$ 23 | 39,867 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 3,000 | D | \$ 23.01 | 36,867 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 2,900 | D | \$ 23.02 | 33,967 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 200 | D | \$ 23.03 | 33,767 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 900 | D | \$ 23.04 | 32,867 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 2,700 | D | \$ 23.05 | 30,167 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 1,383 | D | \$ 23.06 | 28,784 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 417 | D | \$ 23.07 | 28,367 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 100 | D | \$ 23.08 | 28,267 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 800 | D | \$ 23.1 | 27,467 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 1,800 | D | \$ 23.11 | 25,667 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 2,000 | D | \$ 23.12 | 23,667 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 300 | D | \$ 23.13 | 23,367 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 100 | D | \$ 23.14 | 23,267 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 362 | D | \$ 23.15 | 22,905 | D |
| Common Stock | 11/07/2008 | <u>S(1)</u> | 238 | D | \$ 23.16 | 22,667 | D |
| | 11/07/2008 | <u>S(1)</u> | 200 | D | | 22,467 | D |

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Common Stock \$ 23.17

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

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Option | \$ 19.2 | 11/07/2008 | | M | 25,000 | 11/13/2000 ⁽²⁾ 11/11/2008 | Common Stock 25,000 |

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 | | | Sr. VP, Worldwide Market Dev. | |

Signatures

/s/ Susan R. Coumes, 11/10/2008
Attorney-in-Fact

**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 vested in four equal annual installments (25%) beginning on November 13, 2000.

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.