

TUPPERWARE BRANDS CORP
Form 4
August 05, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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)
08/01/2013

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Group 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 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	38,294	D	
	08/02/2013		M			2,158	A	\$ 33.77	40,452	D	

Common
Stock

Common Stock 08/02/2013 M 30,750 A \$ 17.54 71,202 D

Common Stock 08/02/2013 S 32,908 D \$
(2) 85.6667 38,294 D

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)	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).

- 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.
- (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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