TUPPERWARE BRANDS CORP

Form 4

August 01, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * POTESHMAN MICHAEL S

(First)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

TUPPERWARE BRANDS CORP [TUP]

(Check all applicable)

TUPPERWARE BRANDS

(Middle)

(Zin)

3. Date of Earliest Transaction

(Month/Day/Year) 07/31/2014

Director 10% Owner Other (specify _X__ Officer (give title

below) Executive Vice President & CFO

CORP, PO BOX 2353

(Street) 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

ORLANDO, FL 32802-2353

(State)

(City)	(State)	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. 4. Securities Ad Transaction(A) or Disposed Code (Instr. 3, 4 and (Instr. 8)			of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock	07/31/2014		M	21,250	A	\$ 48.3	50,839	D		
Common Stock	07/31/2014		M	22,100	A	\$ 47.31	72,939	D		
Common Stock	07/31/2014		F	34,682	D	\$ 72.78	38,257	D		
Common Stock	08/01/2014		S(1)	2,000	D	\$ 72.77	36,257	D		

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 or 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 o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option	\$ 48.3	07/31/2014		M	21,250	11/18/2010(2)	11/17/2019	Common Stock	21,250
Stock Option	\$ 47.31	07/31/2014		M	22,100	11/04/2011(3)	11/03/2020	Common Stock	22,100

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

POTESHMAN MICHAEL S TUPPERWARE BRANDS CORP PO BOX 2353 ORLANDO, FL 32802-2353

Executive Vice President & CFO

Signatures

/s/ Susan R. Coumes, Attorney-in-Fact for Mr. Poteshman

08/01/2014

Date

**Signature of Reporting Person

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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 3, 2011.
- (2) The option vests in three equal annual installments beginning on November 18, 2010.
- (3) 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.

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