

TUPPERWARE BRANDS CORP

Form 4

October 23, 2009

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WAGNER ROBERT F

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)
10/22/2009

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
VP & Chief Technology Officer

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)
____ 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	10/22/2009		M		2,400	A \$ 18.23	2,400	D	
Common Stock	10/22/2009		S ⁽¹⁾		2,400	D \$ 47.26	0	D	
Common Stock	10/22/2009		M		2,700	A \$ 23.49	2,700	D	
Common Stock	10/22/2009		S ⁽¹⁾		2,700	D \$ 47.26	0	D	
Common Stock	10/22/2009		M		2,000	A \$ 20.83	2,000	D	

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Common Stock	10/22/2009	S ⁽¹⁾	2,000	D	\$ 47.26	0	D	
Common Stock						4,357	I	By 401(k) Plan

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)

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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Option	\$ 18.23	10/22/2009		M	2,400	11/17/2005 ⁽²⁾	11/16/2014	Common Stock 2,400
Stock Option	\$ 23.49	10/22/2009		M	2,700	11/17/2006 ⁽³⁾	11/16/2015	Common Stock 2,700
Stock Option	\$ 20.83	10/22/2009		M	2,000	11/02/2007 ⁽⁴⁾	11/01/2016	Common Stock 2,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WAGNER ROBERT F TUPPERWARE BRANDS CORP PO BOX 2353 ORLANDO, FL 32802-2353	VP & Chief Technology Officer

Signatures

/s/ Susan R. Coumes,
Attorney-in-Fact 10/23/2009

 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 17, 2005.
- (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.

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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