

TUPPERWARE BRANDS CORP
Form 4
May 12, 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 *
HAJEK JOSEF

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)
05/09/2014

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SVP, Tax & Gov't Relations

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	05/09/2014		M	200	A	\$ 48.3	3,455.652 D
Common Stock	05/09/2014		M	2,800	A	\$ 47.31	6,255.652 D
Common Stock	05/09/2014		S ⁽¹⁾	1,293	D	\$ 84.191	4,962.652 D
Common Stock	05/09/2014		S ⁽¹⁾	175	D	\$ 84.2	4,787.652 D
Common Stock	05/09/2014		S ⁽¹⁾	332	D	\$ 84.21	4,455.652 D

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Common Stock	05/09/2014	S ⁽¹⁾	300	D	\$ 84.23	4,155.652	D
Common Stock	05/09/2014	S ⁽¹⁾	200	D	\$ 84.24	3,955.652	D
Common Stock	05/09/2014	S ⁽¹⁾	700	D	\$ 84.241	3,255.652	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 (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	Amount or Number of Shares
Stock Option	\$ 48.3	05/09/2014		M	200	11/18/2010 ⁽²⁾ 11/17/2019	Common Stock	200	
Stock Option	\$ 47.31	05/09/2014		M	2,800	11/04/2011 ⁽³⁾ 11/03/2020	Common Stock	2,800	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HAJEK JOSEF TUPPERWARE BRANDS CORP PO BOX 2353 ORLANDO, FL 32802-2353			SVP, Tax & Gov't Relations	

Signatures

/s/ Susan R. Coumes, attorney-in-fact for Mr. Hajek

05/12/2014

__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 options.

(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.

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