

TUPPERWARE BRANDS CORP  
 Form 4  
 November 08, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 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 \*  
**POTESHMAN MICHAEL S**

(Last) (First) (Middle)

**TUPPERWARE BRANDS  
 CORP, PO BOX 2353**

(Street)

**ORLANDO, FL 32802-2353**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**TUPPERWARE BRANDS CORP  
 [TUP]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**11/04/2010**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
**Executive Vice President & CFO**

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	11/04/2010		M		10,400	A	\$ 20.65
Common Stock	11/04/2010		S <sup>(1)</sup>		2,500	D	\$ 47.99
Common Stock	11/04/2010		S <sup>(1)</sup>		2,800	D	\$ 48
Common Stock	11/04/2010		S <sup>(1)</sup>		1,000	D	\$ 48.01
Common Stock	11/04/2010		S <sup>(1)</sup>		1,000	D	\$ 48.02

Edgar Filing: TUPPERWARE BRANDS CORP - Form 4

Common Stock	11/04/2010	S <sup>(1)</sup>	400	D	\$ 48.03	26,397	D	
Common Stock	11/04/2010	S <sup>(1)</sup>	900	D	\$ 48.04	25,497	D	
Common Stock	11/04/2010	S <sup>(1)</sup>	300	D	\$ 48.05	25,197	D	
Common Stock	11/04/2010	S <sup>(1)</sup>	200	D	\$ 48.07	24,997	D	
Common Stock	11/04/2010	S <sup>(1)</sup>	1,300	D	\$ 48.13	23,697	D	
Common Stock						2,864	I	401(k) Plan

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.**

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 Security (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Stock Option	\$ 20.65	11/04/2010		M			10,400	09/25/2004	09/24/2011	Common Stock	10,400
Stock Option	\$ 47.31	11/04/2010		A			22,100	11/04/2011 <sup>(2)</sup>	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

11/05/2010

\_\_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 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.