

TUPPERWARE BRANDS CORP

Form 4

September 13, 2012

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

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(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)

TUPPERWARE BRANDS
CORP, PO BOX 2353

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/12/2012

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Group President

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)
__X__ 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	09/12/2012		M		20,000	A \$ 16.23	52,817	D	
Common Stock	09/12/2012		S ⁽¹⁾		3,500	D \$ 55.9	49,317	D	
Common Stock	09/12/2012		S ⁽¹⁾		900	D \$ 55.91	48,417	D	
Common Stock	09/12/2012		S ⁽¹⁾		400	D \$ 55.92	48,017	D	
Common Stock	09/12/2012		S ⁽¹⁾		100	D \$ 55.93	47,917	D	

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Common Stock	09/12/2012	<u>S</u> (1)	200	D	\$ 55.95	47,717	D
Common Stock	09/12/2012	<u>S</u> (1)	500	D	\$ 55.98	47,217	D
Common Stock	09/12/2012	<u>S</u> (1)	1,032	D	\$ 55.99	46,185	D
Common Stock	09/12/2012	<u>S</u> (1)	6,381	D	\$ 56	39,804	D
Common Stock	09/12/2012	<u>S</u> (1)	700	D	\$ 56.01	39,104	D
Common Stock	09/12/2012	<u>S</u> (1)	1,159	D	\$ 56.02	37,945	D
Common Stock	09/12/2012	<u>S</u> (1)	1,150	D	\$ 56.03	36,795	D
Common Stock	09/12/2012	<u>S</u> (1)	1,278	D	\$ 56.04	35,517	D
Common Stock	09/12/2012	<u>S</u> (1)	700	D	\$ 56.05	34,817	D
Common Stock	09/12/2012	<u>S</u> (1)	1,100	D	\$ 56.06	33,717	D
Common Stock	09/12/2012	<u>S</u> (1)	500	D	\$ 56.07	33,217	D
Common Stock	09/12/2012	<u>S</u> (1)	400	D	\$ 56.08	32,817	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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Stock Option	\$ 16.23	09/12/2012	M	20,000	11/06/2003	11/05/2012	Common Stock	20,000
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SKROEDER CHRISTIAN E TUPPERWARE BRANDS CORP PO BOX 2353 ORLANDO, FL 32802-2353			Group President	

Signatures

/s/ Susan R. Coumes, Attorney-in-Fact	09/13/2012
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__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.

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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