

TUPPERWARE BRANDS CORP
Form 4
July 28, 2009

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 *
ROEHLK THOMAS M

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)
07/24/2009

____ Director
 Officer (give title below) _____ Other (specify below)
EVP, Chief Legal Officer & Sec

ORLANDO, FL 32802-2353

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

(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	07/24/2009		M		22,000	A	\$ 18.75 57,468 D
Common Stock	07/24/2009		S ⁽¹⁾		300	D	\$ 32.88 57,168 D
Common Stock	07/24/2009		S ⁽¹⁾		700	D	\$ 32.89 56,468 D
Common Stock	07/24/2009		S ⁽¹⁾		800	D	\$ 32.92 55,668 D
Common Stock	07/24/2009		S ⁽¹⁾		1,200	D	\$ 32.99 54,468 D

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Common Stock	07/24/2009	<u>S(1)</u>	300	D	\$ 33	54,168	D
Common Stock	07/24/2009	<u>S(1)</u>	400	D	\$ 33.04	53,768	D
Common Stock	07/24/2009	<u>S(1)</u>	500	D	\$ 33.11	53,268	D
Common Stock	07/24/2009	<u>S(1)</u>	400	D	\$ 33.14	52,868	D
Common Stock	07/24/2009	<u>S(1)</u>	2,300	D	\$ 33.2	50,568	D
Common Stock	07/24/2009	<u>S(1)</u>	200	D	\$ 33.28	50,368	D
Common Stock	07/24/2009	<u>S(1)</u>	520	D	\$ 33.29	49,848	D
Common Stock	07/24/2009	<u>S(1)</u>	300	D	\$ 33.3	49,548	D
Common Stock	07/24/2009	<u>S(1)</u>	906	D	\$ 33.31	48,642	D
Common Stock	07/24/2009	<u>S(1)</u>	900	D	\$ 33.34	47,742	D
Common Stock	07/24/2009	<u>S(1)</u>	574	D	\$ 33.35	47,168	D
Common Stock	07/24/2009	<u>S(1)</u>	3,748	D	\$ 33.4	43,420	D
Common Stock	07/24/2009	<u>S(1)</u>	1,202	D	\$ 33.41	42,218	D
Common Stock	07/24/2009	<u>S(1)</u>	1,450	D	\$ 33.43	40,768	D
Common Stock	07/24/2009	<u>S(1)</u>	300	D	\$ 33.47	40,468	D
Common Stock	07/24/2009	<u>S(1)</u>	500	D	\$ 33.53	39,968	D
Common Stock	07/24/2009	<u>S(1)</u>	100	D	\$ 33.55	39,868	D
Common Stock	07/24/2009	<u>S(1)</u>	200	D	\$ 33.56	39,668	D
Common Stock	07/24/2009	<u>S(1)</u>	400	D	\$ 33.7	39,268	D
Common Stock	07/24/2009	<u>S(1)</u>	200	D	\$ 33.76	39,068	D
	07/24/2009	<u>S(1)</u>	300	D		38,768	D

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Common Stock					\$ 33.79			
Common Stock	07/24/2009	S ⁽¹⁾	200	D	\$ 33.93	38,568	D	
Common Stock	07/24/2009	S ⁽¹⁾	1,500	D	\$ 34	37,068	D	
Common Stock	07/24/2009	S ⁽¹⁾	1,600	D	\$ 34.08	35,468	D	
Common Stock						892	I	401(k) Plan

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 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	\$ 18.75	07/24/2009		M	22,000	11/11/2002	11/10/2009	Common Stock	22,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROEHLK THOMAS M TUPPERWARE BRANDS CORP PO BOX 2353 ORLANDO, FL 32802-2353			EVP, Chief Legal Officer & Sec	

Signatures

/s/ Susan R. Coumes,
Attorney-in-Fact

07/27/2009

__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.

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