

GOINGS E V

Form 4

February 07, 2011

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 *
GOINGS E V

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)
02/03/2011

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman and CEO

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)
Common Stock	02/03/2011		G	V 18,790 D \$ 0	431,515	D	
Common Stock	02/03/2011		M	90,000 A \$ 20.65	521,515	D	
Common Stock	02/03/2011		S ⁽¹⁾	10,000 D \$ 52.7924	511,515	D	
Common Stock	02/03/2011		S ⁽¹⁾	10,000 D \$ 52.9077	501,515	D	

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Common Stock	02/03/2011	S ⁽¹⁾	15,000	D	\$ (4) 52.9939	486,515	D	
Common Stock	02/03/2011	S ⁽¹⁾	20,000	D	\$ (5) 53.0384	466,515	D	
Common Stock	02/03/2011	S ⁽¹⁾	10,000	D	\$ (6) 53.0942	456,515	D	
Common Stock	02/03/2011	S ⁽¹⁾	15,000	D	\$ (7) 53.2003	441,515	D	
Common Stock	02/03/2011	S ⁽¹⁾	10,000	D	\$ (8) 53.3507	431,515	D	
Common Stock	02/04/2011	M	40,100	A	\$ 20.65	471,615	D	
Common Stock	02/04/2011	S ⁽¹⁾	10,000	D	\$ 53.055 (9)	461,615	D	
Common Stock	02/04/2011	S ⁽¹⁾	10,000	D	\$ (10) 53.1843	451,615	D	
Common Stock	02/04/2011	S ⁽¹⁾	20,100	D	\$ (11) 53.1841	431,515	D	
Common Stock						1,355	I	By 401k

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 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	\$ 20.65	02/03/2011	M	90,000	09/25/2004	09/24/2011	Common Stock	90,000
Stock Option	\$ 20.65	02/04/2011	M	40,100	09/25/2004	09/24/2011	Common Stock	40,100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOINGS E V TUPPERWARE BRANDS CORP PO BOX 2353 ORLANDO, FL 32802-2353	X		Chairman and CEO	

Signatures

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

02/07/2011

__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.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.69 to \$52.89, inclusive. The reporting person undertakes to provide to Tupperware Brands Corporation, any security holder of
- (2) Tupperware Brands Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2), (3), (4), (5), (6), (7), (8), (9), (10) and (11) of this Form 4.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.82 to \$53.00, inclusive.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.90 to \$53.05, inclusive.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.88 to \$53.17, inclusive.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.91 to \$53.27, inclusive.
- (7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$53.05 to \$53.47, inclusive.
- (8) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$53.20 to \$53.51, inclusive.
- (9) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.99 to \$53.21, inclusive.
- (10) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.96 to \$53.34, inclusive.

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- (11) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.90 to \$53.46, inclusive.

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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