

TUPPERWARE BRANDS CORP
 Form 4
 February 05, 2015

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 *
ROCHE JOYCE 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)

3. Date of Earliest Transaction (Month/Day/Year)
02/03/2015

Director 10% Owner
 Officer (give title below) Other (specify below)

2 FLOWING WELLS LANE

(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

SAVANNAH, GA 31411

(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		
Common Stock	02/03/2015		M	A	\$ 21.71	19,117	D
Common Stock	02/03/2015		S(1)	D	\$ 70.541	16,936	D
Common Stock	02/03/2015		S(1)	D	\$ 70.544	16,736	D
Common Stock	02/03/2015		S(1)	D	\$ 70.547	16,436	D
Common Stock	02/03/2015		S(1)	D	\$ 70.557	16,036	D

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Common Stock	02/03/2015	S ⁽¹⁾	200	D	\$ 70.571	15,836	D	
Common Stock	02/03/2015	S ⁽¹⁾	719	D	\$ 70.577	15,117	D	
Common Stock	02/04/2015	S	4,000	D	\$ 70.67	11,304	I	By JMR Revocable Trust
Common Stock	02/04/2015	S	100	D	\$ 70.68	11,204	I	By JMR Revocable Trust
Common Stock	02/04/2015	S	100	D	\$ 70.7	11,104	I	By JMR Revocable Trust
Common Stock	02/04/2015	S	500	D	\$ 70.71	10,604	I	By JMR Revocable Trust
Common Stock	02/04/2015	S	400	D	\$ 70.72	10,204	I	By JMR Revocable Trust
Common Stock	02/04/2015	S	200	D	\$ 70.76	10,004	I	By JMR Revocable Trust
Common Stock	02/04/2015	S	400	D	\$ 70.78	9,604	I	By JMR Revocable Trust
Common Stock	02/04/2015	S	300	D	\$ 70.79	9,304	I	By JMR Revocable Trust

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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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)	8. D S (I)
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			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 21.71	02/03/2015	M				05/11/2005	05/10/2015	Common Stock	4,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROCHE JOYCE M 2 FLOWING WELLS LANE SAVANNAH, GA 31411		X		

Signatures

/s/ Susan R. Coumes, Attorney-in-Fact for Ms. Roch? 02/05/2015

__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.

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.