

TUPPERWARE BRANDS CORP
Form 4
November 12, 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 *
POTESHMAN MICHAEL S

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)
11/09/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President & CFO

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	11/09/2009		M	18,800	A \$ 15.94	39,805	D
Common Stock	11/09/2009		M	12,000	A \$ 18.56	51,805	D
Common Stock	11/09/2009		S ⁽¹⁾	3,000	D \$ 47.5	48,805	D
Common Stock	11/09/2009		S ⁽¹⁾	800	D \$ 47.51	48,005	D
Common Stock	11/09/2009		S ⁽¹⁾	1,000	D \$ 47.52	47,005	D

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Common Stock	11/09/2009	<u>S(1)</u>	1,200	D	\$ 47.53	45,805	D	
Common Stock	11/09/2009	<u>S(1)</u>	400	D	\$ 47.54	45,405	D	
Common Stock	11/09/2009	<u>S(1)</u>	2,600	D	\$ 47.55	42,805	D	
Common Stock	11/09/2009	<u>S(1)</u>	1,300	D	\$ 47.56	41,505	D	
Common Stock	11/09/2009	<u>S(1)</u>	2,161	D	\$ 47.57	39,344	D	
Common Stock	11/09/2009	<u>S(1)</u>	1,600	D	\$ 47.58	37,744	D	
Common Stock	11/09/2009	<u>S(1)</u>	2,500	D	\$ 47.59	35,244	D	
Common Stock	11/09/2009	<u>S(1)</u>	6,300	D	\$ 47.6	28,944	D	
Common Stock	11/09/2009	<u>S(1)</u>	953	D	\$ 47.61	27,991	D	
Common Stock	11/09/2009	<u>S(1)</u>	1,098	D	\$ 47.62	26,893	D	
Common Stock	11/09/2009	<u>S(1)</u>	988	D	\$ 47.63	25,905	D	
Common Stock	11/09/2009	<u>S(1)</u>	400	D	\$ 47.64	25,505	D	
Common Stock	11/09/2009	<u>S(1)</u>	100	D	\$ 47.65	25,405	D	
Common Stock	11/09/2009	<u>S(1)</u>	400	D	\$ 47.66	25,005	D	
Common Stock	11/09/2009	<u>S(1)</u>	3,000	D	\$ 47.7	22,005	D	
Common Stock	11/09/2009	<u>S(1)</u>	100	D	\$ 47.71	21,905	D	
Common Stock	11/09/2009	<u>S(1)</u>	300	D	\$ 47.74	21,605	D	
Common Stock	11/09/2009	<u>S(1)</u>	600	D	\$ 47.75	21,005	D	
Common Stock						3,434	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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 15.94	11/09/2009		M	18,800	10/26/2007	10/26/2010	Common Stock	18,800
Stock Option	\$ 18.56	11/09/2009		M	12,000	11/14/2003	11/13/2010	Common Stock	12,000

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

11/11/2009

__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 options.

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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