

TUPPERWARE BRANDS CORP
Form 4
August 09, 2007

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 *
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)
14901 S. ORANGE BLOSSOM TRAIL

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/07/2007

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

ORLANDO, FL 32837-

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)			
				Code V	Amount	Price				
Common Stock	08/07/2007		M		103,000	A	\$ 24.25	576,110	D	
Common Stock	08/07/2007		S ⁽¹⁾		86,000	D	\$ 32	490,110	D	
Common Stock								2,637	I	By 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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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 Number of Shares
Stock Option	\$ 14.63					11/19/2004	11/18/2013	Common Stock	75,7
Stock Option	\$ 15.94					10/26/2007	10/26/2010	Common Stock	382,4
Stock Option	\$ 16.23					11/06/2003	11/05/2012	Common Stock	172,5
Stock Option	\$ 18.23					11/17/2005	11/16/2014	Common Stock	75,7
Stock Option	\$ 18.56					11/14/2003	11/13/2010	Common Stock	191,0
Stock Option	\$ 18.75					11/11/2002	11/10/2009	Common Stock	150,0
Stock Option	\$ 19.2					11/13/2000	11/11/2008	Common Stock	200,0
Stock Option	\$ 20.65					09/25/2004	09/24/2011	Common Stock	175,5
Stock Option	\$ 20.83					11/02/2007	11/01/2016	Common Stock	127,5
Stock Option	\$ 23.49					11/17/2006	11/16/2015	Common Stock	127,5
Stock Option	\$ 26.7					(2)	11/10/2007(3)	Common Stock	103,0
Stock Option	\$ 28.57					11/02/1996	11/02/2003	Common Stock	22,9
Stock Option	\$ 33.02					11/01/1997	10/31/2004	Common Stock	23,3
Stock Option	\$ 34.28					10/31/1998	10/30/2005	Common Stock	19,0
	\$ 42.25					05/20/1999	05/19/2006		82,0

Stock Option								Common Stock	
Stock Option	\$ 24.25	08/07/2007		M	103,000	11/11/2000	11/10/2007	Common Stock	103,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOINGS E V 14901 S. ORANGE BLOSSOM TRAIL ORLANDO, FL 32837-	X		Chairman and CEO	

Signatures

Thomas M. Roehlk,
Attorney-in-fact

08/09/2007

__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 option becomes exercisable, if at all, in increments of 1/3 of grant if the market price of TUP's common stock on the New York Stock

(3) Exchange during any 45-day period out of 60 consecutive trading days exceeds \$32.05, \$36.05 and \$40.05, respectively. Any portion of the grant not vesting in accordance with the schedule on or before November 11, 2002 shall expire automatically.

The option becomes exercisable, if at all, in increments of 1/3 of grant if the market price of TUP's common stock on the New York Stock

(2) Exchange during any 45-day period out of 60 consecutive trading days exceeds \$32.05, \$36.05 and \$40.05, respectively. Any portion of the grant not vesting in accordance with the schedule on or before November 11, 2002 shall expire automatically.

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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