

FENNE STEIN OVE  
Form 4  
November 05, 2018

**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 \*  
FENNE STEIN OVE

2. Issuer Name and Ticker or Trading Symbol  
TUPPERWARE BRANDS CORP  
[TUP]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Group President

(Last) (First) (Middle)  
C/O TUPPERWARE BRANDS CORPORATION, 14901 S ORANGE BLOSSOM TRAIL  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/01/2018

ORLANDO, FL 32837  
  
(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 Ownership (Instr. 4)
				(A) or (D)	Amount		
Common Stock	11/01/2018 <sup>(1)</sup>		A		2,692	A	\$ 0
Common Stock	11/02/2018		F <sup>(2)</sup>		173	D	\$ 38.41

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.**

SEC 1474  
(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)
Stock Option	\$ 37.16	11/01/2018		A	17,065	11/01/2019 <sup>(3)</sup> 10/31/2028	Common Stock 17,065

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FENNE STEIN OVE C/O TUPPERWARE BRANDS CORPORATION 14901 S ORANGE BLOSSOM TRAIL ORLANDO, FL 32837			Group President	

## Signatures

/s/ Susan C. Chiono, attorney-in-fact for Mr. Fenne  
11/05/2018

\*\*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) Restricted Stock Unit award vests in three equal annual installments beginning on November 1, 2019.

Shares were withheld by the issuer upon the one-third vesting of the reporting person's November 2, 2017 restricted stock unit award to cover the resulting tax liability. On November 2, 2017, the reporting person was granted 2,126 restricted stock units, with a vesting schedule of three equal annual installments beginning on the first anniversary of the grant date.

(3) The option vests in three equal annual installments beginning on November 1, 2019.

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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