

HEMUS SIMON C
Form 4
February 06, 2012

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 *
HEMUS SIMON C

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, 14901 S ORANGE
BLOSSOM TRAIL

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/03/2012

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
President & COO

ORLANDO, FL 32837

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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	(A) or (D)	Price			
Common Stock	02/03/2012		M		47,900	A	\$ 33.77	160,646	D	
Common Stock	02/03/2012		M		22,084	A	\$ 17.54	182,730	D	
Common Stock	02/03/2012		M		14,867	A	\$ 17.36	197,597	D	
Common Stock	02/03/2012		S ⁽¹⁾		84,851	D	\$ 61.2931 ⁽²⁾	112,746	D	

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

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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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Stock Option	\$ 33.77	02/03/2012		M	47,900	11/02/2008 ⁽³⁾ 11/01/2017	Common Stock	47,900
Stock Option	\$ 17.54	02/03/2012		M	22,084	11/19/2009 ⁽⁴⁾ 11/18/2018	Common Stock	22,084
Stock Option	\$ 17.36	02/03/2012		M	14,867	02/17/2010 ⁽⁵⁾ 02/16/2019	Common Stock	14,867

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HEMUS SIMON C TUPPERWARE BRANDS CORP 14901 S ORANGE BLOSSOM TRAIL ORLANDO, FL 32837	President & COO

Signatures

/s/ Susan R. Coumes,
Attorney-in-Fact 02/06/2012

**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 option.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$60.97 to \$61.74, inclusive. The reporting person undertakes to provide to Tupperware Brands Corporation, any security holder of Tupperware

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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 footnote (2) to this Form 4.

- (3) The option vests in three equal annual installments beginning on November 2, 2008.
- (4) The option vests in three equal annual installments beginning on November 19, 2009.
- (5) The option vests in three equal annual installments beginning on February 17, 2010.

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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