

HEMUS SIMON C
Form 4
February 04, 2013

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

3. Date of Earliest Transaction
(Month/Day/Year)
01/31/2013

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

(Street)
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	01/31/2013		M		50,950	A	\$ 48.3	187,330	D	
Common Stock	01/31/2013		M		14,867	A	\$ 17.36	202,197	D	
Common Stock	01/31/2013		M		31,900	A	\$ 47.31	234,097	D	
Common Stock	01/31/2013		M		13,283	A	\$ 54.92	247,380	D	
	01/31/2013		S		134,634	D		112,746	D	

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Common
Stock

\$
74.4363
(1)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 48.3	01/31/2013		M	50,950	11/18/2010 ⁽²⁾ 11/17/2019	Common Stock 50,950
Stock Option	\$ 17.36	01/31/2013		M	14,867	02/17/2010 ⁽³⁾ 02/16/2019	Common Stock 14,867
Stock Option	\$ 47.31	01/31/2013		M	31,900	11/04/2011 ⁽⁴⁾ 11/03/2020	Common Stock 31,900
Stock Option	\$ 54.92	01/31/2013		M	13,283	11/16/2012 ⁽⁵⁾ 11/15/2021	Common Stock 13,283

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

02/04/2013

 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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$74.00 to \$74.99, inclusive. The reporting person undertakes to provide to Tupperware Brands Corporation, any security holder of Tupperware

- (1) 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 range set forth in footnote (1) to this Form 4.
- (2) The option vests in three equal annual installments beginning on November 18, 2010.
- (3) The option vests in three equal annual installments beginning on February 17, 2010.
- (4) The option vests in three equal annual installments beginning on November 4, 2011.
- (5) The option vests in three equal annual installments beginning on November 16, 2012.

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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