

TUPPERWARE BRANDS CORP
Form 4
November 06, 2006

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 *
WAGNER ROBERT F

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

3. Date of Earliest Transaction (Month/Day/Year)
11/02/2006

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
VP & Chief Technology Officer

(Street)
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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	11/02/2006		A ⁽¹⁾	2,000 A \$ 0	8,000	D	
ESPP Shares					625	D	
Common Stock	11/02/2006		J ⁽²⁾	836 A \$ 0	13,824	I	By 401(k) Plan

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

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 14.63					11/19/2004	11/18/2013	Common Stock	800
Stock Option	\$ 16.23					11/06/2003	11/05/2012	Common Stock	2,500
Stock Option	\$ 18.23					11/17/2005	11/16/2014	Common Stock	2,400
Stock Option	\$ 18.56					11/14/2003	11/13/2010	Common Stock	6,000
Stock Option	\$ 18.75					11/11/2002	11/10/2009	Common Stock	5,000
Stock Option	\$ 19.2					11/12/2001	11/11/2008	Common Stock	3,500
Stock Option	\$ 20.65					09/25/2004	09/24/2011	Common Stock	5,500
Stock Option	\$ 23.49					11/17/2006	11/16/2015	Common Stock	2,700
Stock Option	\$ 24.25					11/11/2000	11/10/2007	Common Stock	1,750
Stock Option	\$ 42.25					05/20/1999	05/19/2006	Common Stock	1,000
Stock Option	\$ 20.83	11/02/2006		A	3,000	11/02/2007 ⁽³⁾	11/01/2016	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

WAGNER ROBERT F
14901 S. ORANGE BLOSSOM TRAIL
ORLANDO, FL 32837-

VP & Chief Technology Officer

Signatures

Susan R. Coumes,
Attorney-in-fact

11/06/2006

__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).
- (2) Additional shares acquired in company's 401k plan since the prior filing.
- (1) An award of restricted stock under the Tupperware Brands Corporation 2006 Incentive Plan, exempt under Rule 16b-3, and includes withholding rights.
- (3) The option vests in three equal annual installments beginning on November 2, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.