

DAVIS EDWARD R III
Form 4
February 04, 2008

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 *
DAVIS EDWARD R III

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)
01/31/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Treasurer

(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					5,471	D	
Common Stock	01/31/2008		J ⁽¹⁾	23 A \$ 0	7,213	I	By 401(k) Plan
Common Stock	01/31/2008		I	5,398 D \$ 37.05	1,815	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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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)	8. De	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 14.63					11/19/2004	11/18/2013 ⁽²⁾	Common Stock	4,700
Stock Option	\$ 16.23					11/06/2003	11/05/2012 ⁽³⁾	Common Stock	6,970
Stock Option	\$ 18.23					11/17/2005	11/16/2014	Common Stock	1,600
Stock Option	\$ 18.56					11/14/2003	11/13/2010	Common Stock	5,000
Stock Option	\$ 18.75					11/11/2002	11/10/2009	Common Stock	4,300
Stock Option	\$ 20.65					09/25/2004	09/24/2011	Common Stock	4,200
Stock Option	\$ 20.83					11/02/2007	11/01/2016	Common Stock	3,000
Stock Option	\$ 23.49					11/17/2006	11/16/2015	Common Stock	2,400
Stock Option	\$ 33.77					11/02/2008	11/01/2017	Common Stock	7,100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAVIS EDWARD R III 14901 S. ORANGE BLOSSOM TRAIL			VP, Treasurer	

ORLANDO, FL 32837-

Signatures

Susan R. Coumes,
Attorney-in-Fact

02/04/2008

__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).
- (3) The option vests in three equal annual installments beginning on November 6, 2003.
- (1) Additional shares acquired in company's 401k plan since the prior filing.
- (2) The option vests in three equal annual installments beginning on November 19, 2004.

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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