

TUPPERWARE BRANDS CORP
Form 8-K
May 10, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) May 9, 2018

TUPPERWARE BRANDS CORPORATION
(Exact name of registrant as specified in its charter)

| | | |
|--|-------------|-----------------------------------|
| Delaware | 1-11657 | 36-4062333 |
| | (Commission | |
| (State or other jurisdiction of incorporation) | File | (IRS Employer Identification No.) |
| | Number) | |

| | |
|--|------------|
| 14901 South Orange Blossom Trail, | 32837 |
| Orlando, Florida | (Zip Code) |
| (Address of principal executive offices) | |

Registrant's telephone number, including area code 407-826-5050

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders.

The 2018 Annual Meeting of Shareholders of Tupperware Brands Corporation (the “Company”, “Registrant”) was held on May 9, 2018 (the “Annual Meeting”). The matters described below were voted upon:

Annual Meeting final votes:

| | For | Against or Withheld | Abstain | Broker non-votes |
|--|------------|------------------------|---------|------------------|
| To elect the following | | | | |
| (1) Directors to one year terms expiring in 2019: | | | | |
| Catherine A. Bertini | 39,366,212 | 835,781 | 57,670 | 6,547,363 |
| Susan M. Cameron | 39,917,723 | 284,393 | 57,547 | 6,547,363 |
| Kriss Cloninger III | 39,280,029 | 914,039 | 65,595 | 6,547,363 |
| Meg Crofton | 39,926,249 | 275,534 | 57,880 | 6,547,363 |
| E. V. Goings | 39,479,147 | 713,502 | 67,014 | 6,547,363 |
| Angel R. Martinez | 39,449,758 | 743,007 | 66,898 | 6,547,363 |
| Antonio Monteiro de Castro | 39,710,244 | 488,191 | 61,228 | 6,547,363 |
| David R. Parker | 39,194,363 | 997,716 | 67,584 | 6,547,363 |
| Richard T. Riley | 39,762,106 | 435,418 | 62,139 | 6,547,363 |
| Joyce M. Roché | 39,383,758 | 813,134 | 62,771 | 6,547,363 |
| Patricia A. Stitzel | 39,679,842 | 517,431 | 62,390 | 6,547,363 |
| M. Anne Szostak | 39,052,669 | 1,142,690 | 64,304 | 6,547,363 |
| Advisory vote to approve | | | | |
| (2) the Company's executive compensation program: | 38,924,570 | 1,218,596 | 116,497 | 6,547,363 |
| To ratify the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the fiscal year ending December 29, 2018: | | | | |
| (3) | 45,567,297 | 1,127,128 | 112,601 | — |

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TUPPERWARE
BRANDS
CORPORATION

Date: May 10, 2018 By: /s/ Karen M. Sheehan
Karen M. Sheehan
Executive Vice President,
Chief Legal Officer &
Secretary