

ISMAIL RASHIT M
Form 4
July 28, 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 *
ISMAIL RASHIT M

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)

3. Date of Earliest Transaction
(Month/Day/Year)
07/25/2008

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

TUPPERWARE BRANDS CORPORATION, 14901 S ORANGE BLOSSOM TRAIL

(Street)

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

ORLANDO, FL 32837

(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 | 07/25/2008 | | M | 2,000 A \$ 14.63 | 6,168 | D | |
| Common Stock | 07/25/2008 | | S ⁽¹⁾ | 2,000 D \$ 39.21 | 4,168 | D | |
| Common Stock | 07/25/2008 | | J ⁽²⁾ | 1 A \$ 0 | 187 | I | By 401(k) |

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

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option | \$ 15.94 | | | | | 10/26/2007 10/25/2010 | Common Stock | 6,000 |
| Stock Option | \$ 18.23 | | | | | 11/17/2005 11/16/2014 | Common Stock | 6,400 |
| Stock Option | \$ 18.56 | | | | | 11/14/2003 11/13/2010 | Common Stock | 10,300 |
| Stock Option | \$ 18.75 | | | | | 11/11/2002 11/10/2009 | Common Stock | 10,000 |
| Stock Option | \$ 20.65 | | | | | 09/25/2004 09/24/2011 | Common Stock | 9,400 |
| Stock Option | \$ 20.83 | | | | | 11/02/2007 11/01/2016 | Common Stock | 6,000 |
| Stock Option | \$ 23.49 | | | | | 11/17/2006 11/16/2015 | Common Stock | 4,500 |
| Stock Option | \$ 28.31 | | | | | 05/16/2008 05/15/2017 | Common Stock | 8,600 |
| Stock Option | \$ 33.77 | | | | | 11/02/2008 11/01/2017 | Common Stock | 8,900 |
| Stock Option | \$ 14.63 | 07/25/2008 | | M | 2,000 | 11/19/2004 11/18/2013 | Common Stock | 2,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ISMAIL RASHIT M | | | VP, Global Product Marketing | |

TUPPERWARE BRANDS CORPORATION
14901 S ORANGE BLOSSOM TRAIL
ORLANDO, FL 32837

Signatures

Susan R. Coumes,
Attorney-in-fact

07/28/2008

__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).

(1) Shares sold pursuant to cashless exercise of stock option.

(2) Additional shares acquired in company's 401k plan since the prior filing.

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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