

TUPPERWARE BRANDS CORP
 Form 5
 February 06, 2007

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
 Expires: January 31, 2005
 Estimated average burden hours per response... 1.0

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
WAGNER ROBERT F

(Last) (First) (Middle)

14901 S. ORANGE BLOSSOM TRAIL

(Street)

ORLANDO, FL 32837-

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
**TUPPERWARE BRANDS CORP
 [TUP]**

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/30/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 VP & Chief Technology Officer

6. Individual or Joint/Group Reporting
 (check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| | | | | (A) or (D) Amount Price | | | |
| Common Stock | 07/05/2005 | ^ | P4 | (1) 5.8786 A \$ 23.39 | 4,005.8786 | D | ^ |
| Common Stock | 10/03/2005 | ^ | P4 | (1) 6.0926 A \$ 22.78 | 6,011.9712 | D | ^ |
| Common Stock | 01/04/2006 | ^ | P4 | (1) 6.1353 A \$ 22.84 | 6,018.1065 | D | ^ |
| Common Stock | 04/03/2006 | ^ | P4 | (1) 6.8713 A \$ 20.59 | 6,024.9778 | D | ^ |

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| | | | | | | | | | |
|--------------|------------|---|------|---------------|---|----------|------------|---|----------------|
| Common Stock | 07/06/2006 | Â | P4 | 7.2332 (1) | A | \$ 19.77 | 6,032.211 | D | Â |
| Common Stock | 10/02/2006 | Â | P4 | 7.4301 (1) | A | \$ 19.46 | 7,510.6411 | D | Â |
| ESPP Shares | Â | Â | Â | Â | Â | Â | 625 | D | Â |
| Common Stock | 12/30/2006 | Â | J(2) | 109 | A | \$ 0 | 13,933 | 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 2270
(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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|-------------------------------|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Option | \$ 14.63 | Â | Â | Â | Â | 11/19/2004 | 11/18/2013 | Common Stock | 800 |
| Stock Option | \$ 16.23 | Â | Â | Â | Â | 11/06/2003 | 11/05/2012 | Common Stock | 2,500 |
| Stock Option | \$ 18.23 | Â | Â | Â | Â | 11/17/2005 | 11/16/2014 | Common Stock | 2,400 |
| Stock Option | \$ 18.56 | Â | Â | Â | Â | 11/14/2003 | 11/13/2010 | Common Stock | 6,000 |
| Stock Option | \$ 18.75 | Â | Â | Â | Â | 11/11/2002 | 11/10/2009 | Common Stock | 5,000 |
| Stock Option | \$ 19.2 | Â | Â | Â | Â | 11/12/2001 | 11/11/2008 | Common Stock | 3,500 |
| Stock Option | \$ 20.65 | Â | Â | Â | Â | 09/25/2004 | 09/24/2011 | Common Stock | 5,500 |
| Stock Option | \$ 20.83 | Â | Â | Â | Â | 11/02/2007 | 11/01/2016 | Common Stock | 3,000 |

| | | | | | | | | | | |
|--------------|----------|---|---|---|---|---|------------|------------|--------------|-------|
| Stock Option | \$ 23.49 | Â | Â | Â | Â | Â | 11/17/2006 | 11/16/2015 | Common Stock | 2,700 |
| Stock Option | \$ 24.25 | Â | Â | Â | Â | Â | 11/11/2000 | 11/10/2007 | Common Stock | 1,750 |
| Stock Option | \$ 42.25 | Â | Â | Â | Â | Â | 05/20/1999 | 05/19/2006 | Common Stock | 1,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------------------------------|
| | Director | 10% Owner | Officer | Other |
| WAGNER ROBERT F 14901 S. ORANGE BLOSSOM TRAIL ORLANDO, FL 32837- | Â | Â | Â | VP & Chief Technology Officer |

Signatures

Susan R. Coumes, 02/05/2007
Attorney-in-fact

 **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 unreported from broker-dealer's unauthorized reinvestment of dividends.
- (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 provided 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.