

BENKOVICH CARL  
Form 4  
February 09, 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 \*  
BENKOVICH CARL

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)  
02/07/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
VP, Internal Audit

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)
				(A) or (D)	Price		
Common Stock	02/07/2006		D <sup>(1)</sup>	V	1,512 \$ 21.43	D	
401(k) Plan Shares	02/07/2006		J <sup>(2)</sup>	A	74 \$ 0	I	By 401(k)

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. Price or Value of Underlying Securities (Instr. 3 and 4)
Stock Option	\$ 14.63					Date Exercisable: 11/19/2004 Expiration Date: 11/18/2013	Common Stock 4,000	Amount or Number of Shares: 4,000
Stock Option	\$ 16.23					Date Exercisable: 11/06/2003 Expiration Date: 11/05/2012	Common Stock 11,000	Amount or Number of Shares: 11,000
Stock Option	\$ 18.23					Date Exercisable: 11/17/2005 Expiration Date: 11/16/2014	Common Stock 2,800	Amount or Number of Shares: 2,800
Stock Option	\$ 18.56					Date Exercisable: 11/14/2003 Expiration Date: 11/13/2010	Common Stock 10,000	Amount or Number of Shares: 10,000
Stock Option	\$ 19.2					Date Exercisable: 11/12/2001 Expiration Date: 11/11/2008	Common Stock 2,000	Amount or Number of Shares: 2,000
Stock Option	\$ 20.65					Date Exercisable: 09/25/2004 Expiration Date: 09/24/2011	Common Stock 8,500	Amount or Number of Shares: 8,500
Stock Option	\$ 23.49					Date Exercisable: 11/17/2006 Expiration Date: 11/16/2015	Common Stock 3,500	Amount or Number of Shares: 3,500
Stock Option	\$ 23.99					Date Exercisable: 03/13/2008 Expiration Date: 03/12/2011	Common Stock 10,400	Amount or Number of Shares: 10,400
Stock Option	\$ 24.25					Date Exercisable: 11/11/2000 Expiration Date: 11/10/2007	Common Stock 500	Amount or Number of Shares: 500

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

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

VP, Internal Audit

## Signatures

Susan R. Coumes,  
Attorney-in-Fact

02/09/2006

\_\_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).
- (1) An exempt disposition of shares to the issuer in satisfaction of an installment payment of an outstanding loan from the issuer, as permitted by the loan instrument, and as approved by the issuer's independent compensation committee.
- (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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