

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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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
 Officer (give title below)
____ 10% Owner
____ 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 ⁽¹⁾	V	1,512	D	
					\$ 21.43		
401(k) Plan Shares	02/07/2006		J ⁽²⁾	A	74	I	By 401(k)
					\$ 0		
					2,534		

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					11/19/2004 11/18/2013	Common Stock 4,000	
Stock Option	\$ 16.23					11/06/2003 11/05/2012	Common Stock 11,000	
Stock Option	\$ 18.23					11/17/2005 11/16/2014	Common Stock 2,800	
Stock Option	\$ 18.56					11/14/2003 11/13/2010	Common Stock 10,000	
Stock Option	\$ 19.2					11/12/2001 11/11/2008	Common Stock 2,000	
Stock Option	\$ 20.65					09/25/2004 09/24/2011	Common Stock 8,500	
Stock Option	\$ 23.49					11/17/2006 11/16/2015	Common Stock 3,500	
Stock Option	\$ 23.99					03/13/2008 03/12/2011	Common Stock 10,400	
Stock Option	\$ 24.25					11/11/2000 11/10/2007	Common Stock 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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