

TUPPERWARE BRANDS CORP  
 Form 4  
 June 16, 2016

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
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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 \*  
**ROEHLK THOMAS 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)  
**TUPPERWARE BRANDS CORP, PO BOX 2353**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**06/15/2016**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**EVP, Chief Legal Officer & Sec**

**ORLANDO, FL 32802-2353**

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

(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	06/15/2016		S <sup>(1)</sup>	100 D \$ 55.56	45,800	D	
Common Stock	06/15/2016		S <sup>(1)</sup>	100 D \$ 55.68	45,700	D	
Common Stock	06/15/2016		S <sup>(1)</sup>	100 D \$ 55.74	45,600	D	
Common Stock	06/15/2016		S <sup>(1)</sup>	7 D \$ 56.04	45,593	D	
Common Stock	06/15/2016		S <sup>(1)</sup>	2 D \$ 56.06	45,591	D	

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Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	100	D	\$ 56.09	45,491	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	100	D	\$ 56.23	45,391	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	100	D	\$ 56.26	45,291	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	200	D	\$ 56.46	45,091	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	100	D	\$ 56.49	44,991	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	100	D	\$ 56.51	44,891	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	15	D	\$ 56.53	44,876	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	100	D	\$ 56.54	44,776	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	276	D	\$ 56.65	44,500	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	100	D	\$ 56.75	44,400	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	100	D	\$ 56.77	44,300	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	200	D	\$ 56.8	44,100	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	100	D	\$ 56.82	44,000	D
Common Stock	06/15/2016	<u>S<sup>(1)</sup></u>	100	D	\$ 56.92	43,900	D

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 required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo
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Disposed  
of (D)  
(Instr. 3,  
4, and 5)

Trans  
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROEHLK THOMAS M TUPPERWARE BRANDS CORP PO BOX 2353 ORLANDO, FL 32802-2353			EVP, Chief Legal Officer & Sec	

## Signatures

/s/ Susan R. Coumes, attorney-in-fact for Mr. Roehlk	06/16/2016
<u>      </u> **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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on April 27, 2016  
 Note: File three copies of this Form, one of which must be manually signed. If space 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. es New Roman" style="font-size:10.0pt;">Name of Issuer:  
 Mistras Group, Inc.

### Item 1(b).

Address of Issuer s Principal Executive Offices:  
 195 Clarksville Road, Princeton Junction, New Jersey 08550

### Item 2(a).

Name of Person Filing:  
 Sotirios J. Vahaviolos

### Item 2(b).

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Address of Principal Business Office or, if none, Residence:  
195 Clarksville Road, Princeton Junction, New Jersey 08550

**Item 2(c).**

Citizenship:  
United States

**Item 2(d).**

Title of Class of Securities:  
Common Stock, \$0.01 par value

**Item 2(e).**

CUSIP Number:  
60649T 107

**Item 3.**

**If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

Not applicable

CUSIP No. 60649T 107

SCHEDULE 13G

**Item 4. Ownership.**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:
  - 13,414,686 (includes options to purchase 1,950,000 shares exercisable within 60 days of December 31, 2013 and 68,329 restricted stock units)
- (b) Percent of class:
  - 44.1% (See footnote to 11 above on Page 2)
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote
    - 13,414,686 (includes options to purchase 1,950,000 shares exercisable within 60 days of December 31, 2013 and 68,329 restricted stock units)
  - (ii) Shared power to vote or to direct the vote
    - 0
  - (iii) Sole power to dispose or to direct the disposition of
    - 13,414,686 (includes options to purchase 1,950,000 shares exercisable within 60 days of December 31, 2013 and 68,329 restricted stock units)
  - (iv) Shared power to dispose or to direct the disposition of
    - 0

**Item 5. Ownership of Five Percent or Less of a Class.**

Not Applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Not Applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.**

Not Applicable.

**Item 8. Identification and Classification of Members of the Group.**

Not Applicable.

**Item 9. Notice of Dissolution of Group.**

Not Applicable.

CUSIP No. 60649T 107

SCHEDULE 13G

**Item 10.**  
Not Applicable.

**Certification.**

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 6, 2014

/s/ Sotirios J. Vahaviolos

5

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