

TUPPERWARE BRANDS CORP  
Form 8-K  
May 11, 2015

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

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) May 8, 2015

TUPPERWARE BRANDS CORPORATION  
(Exact name of registrant as specified in its charter)

|   |                                     |   |
|---|-------------------------------------|---|
| Delaware<br>(State or other jurisdiction of<br>incorporation) | 1-11657<br>(Commission File Number) | 36-4062333<br>(IRS Employer Identification No.) |
|---|-------------------------------------|---|

|   |                     |
|---|---------------------|
| 14901 South Orange Blossom Trail,<br>Orlando, Florida<br>(Address of principal executive offices) | 32837<br>(Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code 407-826-5050

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(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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## Item 5.07 Submission of Matters to a Vote of Security Holders.

The 2015 Annual Meeting of Shareholders of Tupperware Brands Corporation (the “Company”, “Registrant”) was held on May 8, 2015 (the “Annual Meeting”). The matters described below were voted upon:

## Annual Meeting final votes:

|  | For        | Against or<br>Withheld | Abstain | Broker<br>non-votes |
|--|------------|------------------------|---------|---------------------|
| (1) To elect the following Directors to one year terms expiring in 2016:                               |            |                        |         |                     |
| Catherine A. Bertini   | 35,841,579 | 74,459                 | 76,308  | 6,546,667           |
| Susan M. Cameron   | 35,149,061 | 770,054                | 73,231  | 6,546,667           |
| Kriss Cloninger, III   | 35,398,499 | 519,200                | 74,647  | 6,546,667           |
| E. V. Goings   | 35,156,789 | 758,594                | 76,963  | 6,546,667           |
| Joe R. Lee   | 35,716,982 | 189,878                | 85,486  | 6,546,667           |
| Angel R. Martinez  | 35,736,541 | 177,086                | 78,719  | 6,546,667           |
| Antonio Monteiro de Castro   | 35,829,667 | 84,807                 | 77,872  | 6,546,667           |
| Robert J. Murray   | 35,688,801 | 228,815                | 74,730  | 6,546,667           |
| David R. Parker  | 35,722,570 | 195,325                | 74,451  | 6,546,667           |
| Joyce M. Roché   | 35,705,372 | 212,058                | 74,916  | 6,546,667           |
| M. Anne Szostak  | 35,525,594 | 390,302                | 76,450  | 6,546,667           |
| (2) To approve the advisory vote on the Company's executive compensation program:                      | 35,214,227 | 649,928                | 128,191 | 6,546,667           |
| To approve the material terms of the performance measures  |            |                        |         |                     |
| (3) under the Tupperware Brands Corporation 2010 incentive plan:                                       | 34,911,854 | 981,449                | 99,043  | 6,546,667           |
| To ratify the appointment of PricewaterhouseCoopers LLP  |            |                        |         |                     |
| (4) as the independent registered public accounting firm for the fiscal year ending December 26, 2015: | 42,076,790 | 405,486                | 56,737  | —                   |

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TUPPERWARE BRANDS  
CORPORATION

Date: May 11, 2015

By: /s/ Thomas M. Roehlk  
Thomas M. Roehlk  
Executive Vice President, Chief Legal  
Officer and Secretary