



Code of CONDUCT

TupperwareBrands

Amended and Restated by the Board of Directors May 9, 2018

A Message from the CEO

Team,

When I joined Tupperware Brands, I knew this company was special. The history behind this iconic brand and the passion that each of you hold for the Tupperware name is immeasurable. You – our Associates – are what makes this place unique.

Every day that we wake up and head to work, we are each nurturing a better future just by doing our daily jobs. Through our work to support the Tupperware opportunity or to deliver quality, sustainable products, we are building a better future for our families, for our friends, our children, our sales force and our communities.

I don't have to tell you this, but we have an obsession with designing innovative, functional and environmentally responsible solutions. And we provide lifetime-use products that people love and trust.

The only way we achieve all of this is by living by a set of standards for how we conduct business. Though we may sit in different parts of the world, speak different languages and abide by different local laws, we must remember that we are each a reflection of this great Company – no matter our location.

I am committed to taking this Company into a successful future, and I fully believe that in order to do so, there are three key values we must each keep in mind for all we do:

- We do what's right.
- We succeed as a team.
- We always improve.

Our Board of Directors adopted this Code of Conduct to help guide our behavior and set the expectation for how we each should act as an Associate of Tupperware Brands – in order to uphold our brand integrity that has been so strong for nearly 75 years and live by the three key values that will help this Company succeed.

I encourage you to take a moment to read through the Code of Conduct, and reflect on what it means for your regular interactions with our business partners, consumers, suppliers, fellow Associates, sales force, the Board of Directors, and the general public.

This Code reflects the current expectations of Tupperware Brands – it is expected that you will review and comply with our Code of Conduct so that you may fully understand the Company's position and continue to be a Tupperware brand champion in all you do.

I'm excited about the journey ahead!

Stay safe and healthy,



Miguel Fernandez
President and Chief Executive Officer

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Guiding Principles

Guiding Principles



Our Why

Every day we nurture a better future.

Our How

Through an obsession with designing innovative, functional and environmentally responsible products.

Our What

Lifetime-use products that people love and trust.

Our Values

We do what's right.

We succeed as a team.

We always improve.

Global and Social Impact

Global and Social Impact

Giving Is What We Do

We are a leader in driving positive change in women's and men's lives. Our business strategies and social investment programs align to enlighten, educate, and empower. We strive to offer educational opportunities that guarantee powerful returns for generations to come. Some of our programs include:

- **Our volunteer program**, whose mission is to develop and promote volunteer efforts that provide our Associates, retirees, sales force members and their family members opportunities to give back to the community.
- **Our cultivating confidence initiative**, whose goal is to empower women and men to discover their own confidence by giving them the opportunity to enrich their lives, nourish their families, and in turn fuel communities around the world.
- **Our global health initiative**, whose goal is to strengthen the commitment to Associate wellness in the workplace on a global scale.
- **Our Tupperware Brands fund**, whose goal is to build relationships and contribute funds to various programs around the world.



The Code of Conduct

The Code of Conduct

Introduction

For over 70 years, we have maintained the highest standards of individual conduct from each member of our Board of Directors, our Associates, and our related and affiliated entities in every aspect of our business. We base our business conduct on fair dealing, consideration for the rights of others, and the highest principles of good corporate citizenship.

The areas covered in this Code of Conduct are those of most concern, and are not all-inclusive. No set of rules could cover all contingencies, and no system of monitoring can detect all violations. Associates may obtain detailed guidance on the topics contained in this Code of Conduct, as well as other topics, through our Corporate Accounting Manual, selected policy statements, and through consultation with our personnel. If you have need for such guidance, contact our Chief Legal Officer or Chief Financial Officer.

Associates should report violations of our Code, and may do so on an anonymous basis. We will not tolerate retaliation against Associates who report violations in good faith. Disciplinary actions will result from violations of our Code and may include termination of employment (see “Implementation of the Code of Conduct”).

Management is accountable for compliance with our Code of Conduct and for ensuring Associates receive sufficient training in matters addressed by our Code.

Compliance with the Law

Associates must comply with all laws and government regulations applicable to the conduct of our business.

For interpretation of legal and regulatory requirements, Associates should consult the Company’s Chief Legal Officer.

Accounting and Auditing

Compliance with prescribed accounting and auditing policies and procedures is required at all times. We expect Associates having control over such matters to handle them with the strictest integrity, to ensure that we execute each transaction in accordance with management’s authorization, and to properly and accurately record it in our accounting records.

In addition to the above, Associate benefit plan assets and transactions are managed with care and prudence in accordance with applicable law.

The Code of Conduct

Conflicts of Interest

We all have a responsibility to exclude personal interest in the performance of our duties. We must always enter business transactions solely in the best interests of the Company. Associates must never, directly or indirectly, benefit improperly from their position as an Associate or from any sale, purchase, or other activity of our Company.

Associates should avoid situations involving a conflict or the appearance of a conflict between duty to our Company and personal interest. Specifically, no Associate should:

- Accept from or give to any current or potential supplier, customer or competitor any payment, service, gratuity, gift, loan, loan guarantee or favor of more than nominal value unless approved by our Chief Executive Officer or his designee (see “Payments and Gifts”).
- Directly or indirectly, own any interest in, or serve as an officer, director or employee of, or consultant to, any of our competitors, or any organization doing or seeking to do business if such interest or position could influence any decision that such Associate might make in the performance of his or her regular duties, unless approved by our Chief Executive Officer or his designee.
- Have any direct or indirect personal interest in any business transaction with the Company, unless approved by our Chief Executive Officer or his designee.
- Hire or manage relatives, friends, or family with a direct reporting relationship without prior approval.

This policy is applicable equally to members of the immediate family of each Associate, which normally include spouses, parents, children, spouses of children, and any other relatives living in the same household.

The above does not intend to describe all situations covered by the policy. Common sense and good conscience should serve as guidelines. Please refer any case of doubt as to applicability to our Chief Legal Officer.

Corporate Opportunities

Directors, Officers, and Associates are prohibited from: (a) taking for themselves personally opportunities that are discovered through the use of corporate property, information or position; (b) using corporate property, information or position for personal gain, and (c) competing with the Company. Directors, Officers and Associates owe a duty to the Company to advance our legitimate interests when the opportunity to do so arises.

Fair Dealing

Directors, Officers and Associates should endeavor to deal fairly with our customers, suppliers, competitors and Associates. No one should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice.

The Code of Conduct

Confidentiality: Proprietary Information, Intellectual Property and Personal Data *

Protection of our proprietary information and intellectual property rights is critical to our success. Protection of the personal data entrusted to us by our Associates, business partners, sales force and customers is our corporate responsibility. Proprietary information includes, without limitation, trade secrets, business plans, sales and marketing programs, and financial information. Intellectual property rights include, without limitation, patents, trademarks, and copyrights. Personal data includes, without limitation, names, addresses, email addresses, phone numbers, identity numbers, and credit card numbers. We will take all necessary steps to protect proprietary information and intellectual property, as well as personal data in our possession.

Associates must seek proper authorization in order to use or disclose our intellectual property or proprietary information for private advantage. We will respect and refrain from infringing the intellectual property rights of others. Our Associates must also respect the privacy and integrity of personal data in our possession. In addition, Associates may not use or disclose personal data of other Associates without proper authorization, for private advantage.

Securities Law Matters

Our material inside information may not be used for private advantage and may be communicated only with great discretion by authorized persons and when properly authorized. Use of material inside information in connection with trading in our stock is not only a violation of this Code, but is also illegal under securities laws and may result in severe civil and criminal penalties. This policy also extends to trading in the stock of companies, which have significant relationships with our Company, including vendors.

Information is “material” if its possession would reasonably affect an investor’s investment decision, and is “inside” if it has not been disclosed generally to the public. We will take all reasonable measures to maintain the confidentiality of our material inside information and to control the use of such information by Associates and advisors. We take particular care to prevent the disclosure of material inside information to outside parties. Such disclosure may subject our Company to liability under securities laws or enable outside parties to violate securities laws.

***IMPORTANT NOTE:** This Code of Conduct does not: (i) prevent disclosure of the Company’s confidential information by an Associate as may be required by applicable law or regulation, or the valid order of a court or an authorized government agency (to the extent of the required disclosure); (ii) prohibit or restrict an Associate from initiating communications directly with, responding to an inquiry from, or providing testimony before the U.S. Securities and Exchange Commission or any other federal or state regulatory authority; (iii) limit an Associate’s right to receive an award for information provided to any government agencies; or (iv) limit an Associate’s ability to communicate with any government agencies or otherwise participate in any investigation or proceeding that may be conducted by any government agency, including, under applicable United States federal law, disclosing in confidence trade secrets to federal, state, and local government officials, or to an attorney, for the sole purpose of reporting or investigating a suspected violation of law, or disclosing trade secrets in a document filed in a lawsuit or other proceeding, but only if the filing is made under seal and protected from public disclosure. The Associate must promptly give written notice to an authorized officer of the Company (its Chief Legal Officer or Chief Talent and Engagement Officer) of any law, regulation or order to disclose any of the Company’s confidential information.

The Code of Conduct

Payments and Gifts

Giving or receiving kickbacks, bribes, undisclosed commissions or other improper payments is contrary to Company policy. Giving or receiving business gifts of nominal value, while discouraged, is permissible where customary and legally permitted. Associates may not give or receive gifts of significant value. Customary business entertainment is proper, but impropriety may result if the value or cost is such that it could be interpreted as affecting an otherwise objective business decision.

We comply with the United States Foreign Corrupt Practices Act (FCPA) and anti-bribery laws applicable in other countries where we do business. The FCPA generally prohibits payments or gifts to any foreign government official to influence the decision of such official in awarding business to the Company. The FCPA permits “facilitating payments,” which are payments to foreign government officials for ordinary non-discretionary actions, such as providing routine permits, visas, utility services and similar actions. We discourage such payments, but permit them if made in strict compliance with our guidelines. Associates must report such payments quarterly as described in Policy No. 214.4 in the Corporate Accounting Manual.

Antitrust and Trade Practices

We will comply with antitrust laws and trade regulations. The quality of our products and services, and their price/value relationship, enable us to compete in the marketplace without resorting to illegal activities or disparagement of competitors. To avoid violations of United States antitrust laws and trade regulations, inferences or allegations of violations, no Associate shall:

- Have discussions with a competitor regarding prices or markets.
- Reach any agreement with any customer or independent distributor or dealer regarding resale prices (we may suggest resale prices).
- Engage in any pricing or other competitive practices with the purpose of harming competition.
- Without legal justification, discriminate in prices, allowances or services to customers, or induce the granting of discriminatory prices, allowances or services to our Company.

The above statements relate primarily to transactions in United States commerce; however, United States laws may affect transactions in other countries if there is an effect upon the commerce of the United States. Additionally, we must observe trade regulations and competition laws of the countries in which we do business. Whenever there is any doubt as to the legality of any contemplated practice, transaction, or activity, contact our Chief Legal Officer.

Work Environment

Work Environment

Safety, Health, Energy and Environment

We will conduct every activity worldwide with concern for safety, health, energy conservation and the environment. Additionally, we will:

- Comply with all applicable laws and regulations.
- Apply reasonable standards of conduct based on leading international business practices, in the absence of, or in addition to, existing laws and regulations.
- Address safety, health and environmental concerns in the workplace and in our products.
- Protect the environment of the communities in which we operate.
- Conserve energy and resources.
- Prevent pollution and minimize waste, with an emphasis on recycling.
- Properly dispose of hazardous and non-hazardous materials.

We will maintain programs that stress prevention of problems, continuous improvement in performance, and regular self-assessments of progress.

Please direct questions regarding, safety, health, energy, and environmental issues to the Executive Vice President, Product Innovation and Supply Chain.

Drug and Alcohol Use

We are committed to providing a workplace free from illegal drugs and alcohol. We have developed a drug-free workplace program to establish and maintain a safe, healthy working environment, reduce the incidents of injury, and provide assistance with rehabilitation for those who seek help in overcoming dependence on, or other problems with, drugs or alcohol.

Diversity, Harassment and Discrimination

We are proud to be an equal opportunity employer and believe that equal opportunity is in our best interest. We are committed to developing and promoting ethnic and cultural diversity, including women and minorities, in our work force, independent sales force, and relationships with vendors, service providers and other third parties. We will not tolerate discrimination or harassment at our locations or functions. We are also committed to maintaining a work environment free of intimidation. Examples of harassment include, but are not limited to: racial slurs, ethnic jokes, posting of offensive statements, posters, or cartoons, or other similar conduct. Sexual harassment includes, but is not limited to, solicitation of sexual favors, unwelcome sexual advances, or other verbal, visual, or physical conduct of a sexual nature.

We take these matters seriously and do not tolerate retaliation against Associates who report concerns or violations in good faith.

Managers have a duty to immediately report any concerns of harassment or discrimination via the channels provided in this Code of Conduct.

Governmental Investigations and Political Contributions

Governmental Investigations and Political Contributions



Governmental Investigations

We act upon advice of our Chief Legal Officer in investigations by authorized regulatory agencies and their representatives. Representatives of various governmental agencies may visit our facilities, with or without proper legal authorization, for the purpose of conducting inspections or gathering information. We must treat representatives of governmental agencies courteously and in a businesslike manner as we would treat any other visitor to our facilities. Except in unusual circumstances, we will consent to the entry of inspectors; however, Associates should contact our Chief Legal Officer or our Executive Vice President, Product Innovation and Supply Chain before consent is given.

Political Contributions

Except in limited circumstances where corporate political contributions are clearly permitted under applicable law and are authorized by our Chief Executive Officer, or his designee, no Associate will contribute any Company assets, directly or indirectly, to political parties or candidates for public office, or in connection with propositions to be voted upon. "Contributions" includes but is not limited to, cash, property, services and the purchase of tickets to fundraising events.

Implementation of the Code of Conduct

Implementation of the Code of Conduct

Condition of Employment

At the time of employment and every subsequent year thereafter, each Associate will affirm understanding of this Code of Conduct in compliance with, and as a condition of, employment.

Compliance Officers/Ethics Committee

The Chief Legal Officer is the compliance officer concerning legal matters as well as compliance with this Code. The Chief Financial Officer is the compliance officer concerning all accounting and control matters. The Company's Ethics Committee consists of the Chief Legal Officer, Chief Financial Officer, Chief Talent and Engagement Officer, and VP Internal Audit and is responsible for handling allegations of violations of this Code.

Questions Regarding the Code

Please direct any questions regarding this Code, its interpretation or application to our Chief Legal Officer in person, in writing, or by calling **+1 407-826-5050**.

Reporting

Associates may report violations of this Code of Conduct in a variety of ways: in writing, by telephone hotline or by e-mail. Associates may also report violations anonymously to management or directly to the Board of Directors.

If an Associate knows of a violation of this Code, the Associate must immediately report it to his or her manager, or another manager. Any manager receiving such a report must immediately report to the Controller, Human Resources, or General Manager of the business unit, who shall in turn immediately advise the Ethics Committee.

An Associate may remain anonymous when reporting a violation of this Code. Please direct reports relating to the Conflict of Interest Policy to the Chief Legal Officer.

In Writing:

Written reports to the Company's **compliance officers** should be marked as "Confidential" and addressed to:

Compliance Officers

Tupperware Brands Corporation
P.O. Box 2353
Orlando, Florida 32802-2353
USA

Written communication to our **Board of Directors** from interested parties should be marked as "Confidential" and addressed to the Board as follows:

Board of Directors

Tupperware Brands Corporation
P.O. Box 2353
Orlando, Florida 32802-2353
USA

By Phone:

Please direct telephone reports to the Company's compliance officers at **+1 407-826-5050**, in Orlando, Florida, USA.

Implementation of the Code of Conduct

Reporting (cont'd)

If Associates prefer, they may report Code of Conduct violations via a 24- hour, confidential hotline, staffed by multi-lingual professionals, available through an independent company called Navex. The hotline numbers are:

U.S. & Canada (toll free): **1 877-217-6220**

All other locations (call collect): **+1 770-582-5215**

www.Tupperware.EthicsPoint.com

If the telephone operator asks for the Associate's name when placing the call, the Associate may use "Tupperware" to remain anonymous. The Associate may also elect to direct the report to the Board of Directors by so advising Navex.

Via Email

If Associates prefer, they may report Code of Conduct violations via e- mail as follows:

To the Compliance Officers: ComplianceOfficer@Tupperware.com

To the Board of Directors: BoardofDirectors@Tupperware.com

If the Associate sends a report to the Board of Directors, the Associate may choose to remain anonymous. The Board of Directors may discretely share the report with the Company's Ethics Committee for handling.

There will be no tolerance of retaliation for good faith reporting of actual or possible violations of the Code. The Associate may make such reporting anonymously. If the Associate declines anonymity, we will only reveal the Associate's identity on a "need to know" basis, unless it must be revealed in order to fairly enforce this Code or to comply with legal obligations (in which case it will be handled with as much discretion as possible).

Investigation

Tupperware will promptly investigate all alleged violations and will take proper and necessary corrective action. We expect Associates to cooperate in Company-initiated investigations.

Discipline for Violations

Disciplinary actions may occur for:

- Authorizing or directly participating in actions that violate this Code.
- Concealing a violation of this Code.
- Refusing to cooperate in the investigation of a violation of this Code.
- Failing to detect or report a subordinate's violation of this Code, if such failure reflects inadequate supervision or lack of oversight.
- Retaliating, directly or indirectly, against an individual for reporting a violation of this Code in good faith.

Corrective action up to and including termination of employment may occur for violations of this Code or for claims made in bad faith.

Waivers and Disclosure

The Board of Directors or a committee thereof must approve any waivers of any provisions of this Code for the benefit of a Company Officer or Director, and the Company must promptly disclose any such waiver and its approval to its shareholders.

Tupperware Brands