

TEMPUR SEALY INTERNATIONAL, INC.  
Form 8-K  
May 20, 2016

**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 19, 2016**

**TEMPUR SEALY INTERNATIONAL, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**1000 Tempur Way**

**001-31922**  
**(Commission**  
**File Number)**

**33-1022198**  
**(I.R.S. Employer**  
**Identification No.)**

**40511**

**Lexington, Kentucky**  
**(Address of principal executive offices)** **(Zip Code)**  
**Registrant's telephone number, including area code: (800) 878-8889**

**Not applicable**

**(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.):

- .. 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))

**Item 8.01, Other Events.**

On May 19, 2016, Tempur Sealy International, Inc. issued a press release announcing that it priced its offering of \$600 million aggregate principal amount of 5.500% senior notes due 2026 in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended (the Securities Act ), and to certain non-U.S. persons in accordance with Regulation S under the Securities Act. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

| <b>Exhibit<br/>Number</b> | <b>Description</b>   |
|---------------------------|--|
| 99.1                      | Press Release dated May 19, 2016, titled Tempur Sealy Announces Pricing of Upsized \$600 Million Senior Notes Offering |

**SIGNATURES**

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.

**TEMPUR SEALY INTERNATIONAL, INC.**

(Registrant)

Date: May 19, 2016

By: /s/ Barry A. Hytinen  
Name: Barry A. Hytinen

Title: Executive Vice President & Chief Financial  
Officer

**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>   |
|---------------------------|--|
| 99.1                      | Press Release dated May 19, 2016, titled Tempur Sealy Announces Pricing of Upsized \$600 Million Senior Notes Offering |