

TEMPUR SEALY INTERNATIONAL, INC.  
Form 8-K  
October 18, 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): October 18, 2016**

**TEMPUR SEALY INTERNATIONAL, INC.**

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

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

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

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

**1000 Tempur Way**

**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 October 18, 2016, Tempur Sealy International, Inc. (the Company ) completed the offer to exchange (the Exchange Offer ) up to \$600 million aggregate principal amount of its outstanding 5.500% senior notes due 2026 (the Outstanding Notes ) for up to \$600 million of its new 5.500% senior notes due 2026 that have been registered under the Securities Act of 1933, as amended. \$600 million in principal amount of the Outstanding Notes, representing 100% of the Outstanding Notes, was tendered and received (including tenders subject to the guaranteed delivery procedures) prior to the expiration of the Exchange Offer at 11:59 p.m., New York City time, on October 14, 2016. The Exchange Offer was made only by means of a prospectus dated September 14, 2016. The Exchange Offer was conducted pursuant to the terms of the Outstanding Notes and is more fully explained in the Company's Registration Statement on Form S-4, as amended, declared effective by the Securities and Exchange Commission on September 13, 2016 (File No. 333-212943).

**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: October 18, 2016

By: /s/ Barry A. Hytinen  
Name: Barry A. Hytinen  
Title: Executive Vice President & Chief Financial  
Officer