FORM 4

obligations may continue. See

Instruction 1(b)

Check this box if no longer subject to Section 16. Form 4 or Form 5

4. Name and Address of Demanting Demant

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

2 Issuer Name and Ticker or Trading Symbol

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

5 Relationship of Reporting Person(s) to Issuer

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

MONTGOMERY DAVID						TEMPUR SEALY INTERNATIONAL,									(Check all applicable)						
						INC. TPX									Directo			10% Owner			
(Last) (First) (Middle) C/O TEMPUR SEALY INTERNATIONAL, INC.				INC	3. [	3. Date of Earliest Transaction (Month/Day/Year) 07/25/2019									below)		Other (specify below) siness Strategy				
1000 TEMPUR WAY					077	0//23/2013															
						4. If Amendment, Date of Original Filed (Month/Day/Year)									ndividual or Joint/Group Filing (Check Applicable e)						
(Street) LEXINGTON KY 40511													X	Form f	Form filed by One Reporting Person			n			
LEXING	JIUN K	Y	40511		_										Form f	iled by Mor	e than One	Repoi	rting		
(City) (State) (Zip)															Person	ı					
		Tab	le I - No	n-Deri	vative	Sec	uriti	ies Ac	quired	, Dis	sposed c	of, or Be	eneficia	ally (	Owned	I					
1. Title of Security (Instr. 3)  2. Transa Date (Month/E						Exe f) if a	2A. Deemed Execution Date, if any (Month/Day/Year)			3. Transaction Code (Instr. 8)		4. Securities Acquire Disposed Of (D) (Inst		l 5)	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price		Transac (Instr. 3	tion(s)			Instr. 4)		
Common Stock 07/25/					/2019	2019			M <sup>(1)</sup>		6,082	A	\$46.	\$46.68		l,731	D				
Common Stock 07/25					/2019				<b>S</b> <sup>(2)</sup>		6,082	D	\$8	0	318	3,649	D				
Common Stock 07/25/2					′2019				S <sup>(3)</sup>		1,700	D	\$80.0	<b>4</b> <sup>(4)</sup>	316	5,949	D				
Common Stock 07/26/2					/2019	2019			<b>S</b> <sup>(3)</sup>		27,500	D	\$80.3	7(5)	289,449		D				
Common Stock 07/26/2					/2019	2019			S <sup>(3)</sup>		800	D	\$81.1	.1 <sup>(6)</sup>	288	3,649	D				
		7	able II								oosed of converti				vned						
1. Title of	2.	3. Transaction	3A. Deen		4.	Cans	·				sable and	7. Title ar		_	Price of	9. Number	of 10.		11. Nature		
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution if any (Month/E	n Date,	Transa Code ( 8)		ion of		Expiratio (Month/D	n Dat	te	Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		Der Sed (Ins	rivative curity str. 5)	derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Own Forn Dire or In (I) (I	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amoun or Numbe of Shares	ber							
Stock Option (right to	\$46.68	07/25/2019			M			6,082	(7)		02/21/2021	Common Stock	6,082		\$0	0		D			

## **Explanation of Responses:**

- 1. The conversion of stock options reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 8, 2019.
- 2. The sales of common stock purchased through the exercise of stock options reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 8, 2019.
- 3. The sales of common stock reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 15, 2019.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$80.00 to \$80.275, inclusive. The Reporting Person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer or any security holder of the issuer, full information regarding the number of shares covered by each such trade.
- 5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$80.00 to \$80.9950, inclusive. The Reporting Person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer or any security holder of the issuer, full information regarding the number of shares covered by each such trade.
- 6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$81.01 to \$81.17, inclusive. The Reporting Person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer or any security holder of the issuer, full information regarding the number of shares covered by each such trade.
- 7. These stock options vested in three annual equal installments on each of the first three anniversaries following the grant date of February 22, 2011.

## Remarks:

/s/ Bhaskar Rao, Attorney in <u>Fact</u>

07/29/2019

Date

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.