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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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| hours per re | sponse: | 0.5 | | | | | | |
| | | | | | | | | |

| 1. Name and Address of Reporting Person* <u>HEIL JOHN</u> (Last) (First) (Middle) C/O TEMPUR SEALY INTERNATIONAL, INC. 1000 TEMPUR WAY | | n* | 2. Issuer Name and Ticker or Trading Symbol <u>TEMPUR SEALY INTERNATIONAL</u> , <u>INC.</u> [TPX] | | tionship of Reporting Person(s) to Issuer : all applicable) Director 10% Owner | | |
|----------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------|---------------------------------------------------------------------------------------------------------|------------------------|----------------------------------------------------------------------------------------------|-----------------------|--|
| | | | 3. Date of Earliest Transaction (Month/Day/Year) 09/12/2019 | | Officer (give title below) | Other (specify below) | |
| (Street) LEXINGTON (City) | KY (State) | 40511 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | vidual or Joint/Group Filing Form filed by One Repor Form filed by More than Person | rting Person | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------------------|---|--------|---------------|---------|---------------------------------------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------|
| | | | | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| Common Stock | 09/12/2019 | | M ⁽¹⁾ | | 1,653 | A | \$59.82 | 33,312 | D | |
| Common Stock | 09/12/2019 | | S ⁽²⁾ | | 1,253 | D | \$79 | 32,059 | D | |
| Common Stock | 09/12/2019 | | M ⁽¹⁾ | | 1,326 | A | \$52.87 | 33,385 | D | |
| Common Stock | 09/12/2019 | | S ⁽²⁾ | | 889 | D | \$79 | 32,496 | D | |
| Common Stock | 09/12/2019 | | M ⁽¹⁾ | | 1,023 | A | \$62.03 | 33,519 | D | |
| Common Stock | 09/12/2019 | | S ⁽²⁾ | | 804 | D | \$79 | 32,715 | D | |
| Common Stock | 09/12/2019 | | M ⁽¹⁾ | | 679 | A | \$61.72 | 33,394 | D | |
| Common Stock | 09/12/2019 | | S ⁽²⁾ | | 531 | D | \$79 | 32,863 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------------------|---|-----|-------|----------------------------------------------------------------|--------------------|--------------------------------------------------------------------------------------------------|----------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Stock Options (right to buy) | \$59.82 | 09/12/2019 | | М | | | 1,653 | (3) | 05/10/2025 | Common Stock | 1,653 | \$0 | 0 | D | |
| Stock Options (right to buy) | \$52.87 | 09/12/2019 | | М | | | 1,326 | (4) | 05/06/2024 | Common Stock | 1,326 | \$0 | 0 | D | |
| Stock Options (right to buy) | \$62.03 | 09/12/2019 | | М | | | 1,023 | (5) | 04/24/2022 | Common Stock | 1,023 | \$0 | 0 | D | |
| Stock Options (right to buy) | \$61.72 | 09/12/2019 | | М | | | 679 | (6) | 04/25/2021 | Common Stock | 679 | \$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 August 20, 2019.

2. 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 August 20, 2019.

3. These stock options vested in four equal installments on the following dates: July 31, 2015, October 31, 2015, January 31, 2016 and April 30, 2016.

4. These stock options vested in four equal installments on the following dates: July 31, 2014, October 31, 2014, January 31, 2015 and April 30, 2015.

5. These stock options vested in four equal installments on the following dates: July 31, 2012, October 31, 2012, January 31, 2013 and April 30, 2013.

6. These stock options vested in four equal installments on the following dates: July 31, 2011, October 31, 2011, January 31, 2012 and April 30, 2012.

Remarks:

/s/ Bhaskar Rao, Attorney in

Fact

09/16/2019

** Signature of Reporting Person Date

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

 \ast 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.