

| OMB APPROVAL | |
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

| | | |
|---|--|--|
| 1. Name and Address of Reporting Person* <u>HEIL JOHN</u> (Last) (First) (Middle) <u>C/O TEMPUR SEALY INTERNATIONAL, INC.</u> <u>1000 TEMPUR WAY</u> (Street) <u>LEXINGTON KY 40511</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>TEMPUR SEALY INTERNATIONAL, INC. [TPX]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>09/12/2019</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| 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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 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 |
| Stock Options (right to buy) | \$59.82 | 09/12/2019 | | M | | | 1,653 | (3) | 05/10/2025 | Common Stock | 1,653 | \$0 | 0 | D | |
| Stock Options (right to buy) | \$52.87 | 09/12/2019 | | M | | | 1,326 | (4) | 05/06/2024 | Common Stock | 1,326 | \$0 | 0 | D | |
| Stock Options (right to buy) | \$62.03 | 09/12/2019 | | M | | | 1,023 | (5) | 04/24/2022 | Common Stock | 1,023 | \$0 | 0 | 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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 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 |
| Stock Options (right to buy) | \$61.72 | 09/12/2019 | | M | | | 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.

* 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.

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