SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

- 1						
	OMB Number:	3235-0287				
	Estimated average burde	en				
	hours per response:	0.5				

	Check this box if Section 16. Form obligations may Instruction 1(b).			ENT OF CHANGES IN BENEFICIAL OWN ed pursuant to Section 16(a) of the Securities Exchange Act of 193	OMB Numb Estimated a hours per re	average burden		
	()			or Section 30(h) of the Investment Company Act of 1940				
1. Name and Address of Reporting Person* ANDERSON RICHARD W (Last) (First) (Middle) C/O TEMPUR SEALY INTERNATIONAL, INC. 1000 TEMPUR WAY				2. Issuer Name and Ticker or Trading Symbol TEMPUR SEALY INTERNATIONAL, INC. [TPX] 3. Date of Earliest Transaction (Month/Day/Year) 11/21/2019	(Check all a Di X Of be	applicable) irector fficer (give title elow)	10% Owner	
	(Street) LEXINGTON (City)	KY (State)	40511 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line) X Fo	l or Joint/Group Filin orm filed by One Rep orm filed by More tha erson	oorting 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)	Transaction Code (Instr.					Securities Beneficially	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	Transaction(s) (Instr. 3 and 4)		(iiisti: 4)
Common Stock	11/21/2019		G	v	1,735	D	\$0 ⁽¹⁾	54,938	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)		5. Nut of Deriv Secut Acqu (A) or Dispo of (D) (Instr and 5	ative rities ired osed . 3, 4	6. Date Exerc Expiration Da (Month/Day/N	ate	7. Title Amoun Securit Underly Derivat Securit and 4)	t of ies ying	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				

Explanation of Responses:

1. The reporting person gifted the shares to an unrelated charitable organization. The gift was deemed to occur on November 21, 2019 at an estimated value of \$83.88 per share, which is the average of the high and low stock price of the issuer's common stock on November 21, 2019.

Remarks:

/s/ Bhaskar Rao, Attorney in Fact

11/22/2019

** 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.

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.