FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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*						2. Issuer Name and Ticker or Trading Symbol TEMPUR SEALY INTERNATIONAL,									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
THOMPSON SCOTT L						INC. [TPX]									X Director				10% O	wner	
(Last) (First) (Middle)						1110. [11A]									X	Office below	r (give title		Other (sbelow)	specify	
C/O TEMPUR SEALY INTERNATIONAL, INC.						3. Date of Earliest Transaction (Month/Day/Year)									CEO & PRESIDENT						
1000 TEMPUR WAY					02/2	02/24/2021															
						4. If Amendment, Date of Original Filed (Month/Day/Year)) 6	6. Individual or Joint/Group Filing (Check Applicable						
(Street)						2 1 1 1, <u></u>									Line)						
LEXING	TON KY	7 4	051	1											X	X Form filed by One Reporting Person					
,															Form filed by More than One Reporting Person						
(City)	(St	ate) (Z	Zip)																		
		Table	I - I	Non-Deriva	tive	Secur	ities	Acc	quir	ed, D	ispo	osed o	f, or E	Benefic	ially	Own	ed				
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year				ar) E	2A. Deemed Execution Date, if any (Month/Day/Year)		C	ransa ode (I	ction					nd 5) Se Be Ov		ecurities eneficially wned Following		n: Direct or ect (I)	7. Nature of Indirect Beneficial Ownership		
							С	ode	v	Amount		(A) or (D)	Price		Transa	Reported Transaction(s) (Instr. 3 and 4)		r. 4)	(Instr. 4)		
Common Stock 02/24/			02/24/202	1		9	5 ⁽¹⁾		186	6,000	D	\$34.220)6 ⁽²⁾	1,631,676			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	Exercise (Month/Day/Year) if any (Month/Day/Year) rivative			ransaction ode (Instr.) Derivati Securiti Acquire (A) or Dispose of (D) (Instr. 3, and 5)		ative ities red sed 3, 4	Expiration Date (Month/Day/Year) Date Expiration			Amor Secu Unde Deriv Secu 3 and	rities rlying ative rity (Instr.	-		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)			

Explanation of Responses:

- 1. 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 December 15, 2020. The plan was adopted by the reporting person on December 15, 2020 to cover the remaining taxes incurred as a result of the aspirational PRSU vesting on the same day."
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.00 to \$34.595. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

Remarks:

/s/ Bhaskar Rao, Attorney-in-

02/26/2021

Fact

** 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.