

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

**CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): February 19, 2008

TEMPUR-PEDIC INTERNATIONAL INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

001-31922
(Commission File Number)

33-1022198
(I.R.S. Employer Identification
No.)

1713 Jaggie Fox Way
Lexington, Kentucky 40511
(Address of principal executive offices) (Zip Code)

(800) 878-8889
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. Regulation FD Disclosure

Attached as Exhibit 99.1 to this report and furnished under this Item 7.01 are copies of slides used in investor presentations by Tempur-Pedic International Inc.

The information in this report (including Exhibit 99.1) shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

<u>Exhibit</u>	<u>Description</u>
99.1	Tempur-Pedic International Inc. First Quarter 2008 Investor Presentation

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 19, 2008

Tempur-Pedic International Inc.

By: /s/ Dale E. Williams
Name: Dale E. Williams
Title: Executive Vice President, Chief Financial Officer and
Secretary

EXHIBIT INDEX

<u>Exhibit</u>	<u>Description</u>
99.1	Tempur-Pedic International Inc. First Quarter 2008 Investor Presentation

Investor Presentation

1Q 2008



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Forward-Looking Statements

This presentation may contain "forward-looking statements" which include information concerning the Company's plans, objectives, goals, strategies, future revenues or performance, capital expenditures, financing needs and other information that is not historical information. When used in this presentation, the words "estimates," "expects," "anticipates," "projects," "plans," "intends," "believes," and variations of such words or similar expressions are intended to identify forward-looking statements. All forward-looking statements, including without limitation, the Company's expectations regarding increasing slots per store, growing brand awareness, strong cash flow generation, new products, unit share opportunities, new consumer segments, operating margins, research and development and new retail accounts, are based upon current expectations and beliefs and various assumptions. There can be no assurance that the Company will realize these expectations or that these beliefs will prove correct.

There are a number of risks and uncertainties that could cause actual results to differ materially from the forward-looking statements contained in this presentation. Numerous factors, many of which are beyond the Company's control, could cause actual results to differ materially from those expressed as forward-looking statements. These risk factors include general economic and industry conditions and consumer confidence; uncertainties arising from global events; the effects of changes in foreign exchange rates on the Company's reported earnings; consumer acceptance of the Company's products; industry competition; the efficiency and effectiveness of the Company's advertising campaigns and other marketing programs; the Company's ability to increase sales productivity within existing retail accounts and to further penetrate the U.S. retail furniture channel; the Company's dependence on its significant customers; the Company's ability to address issues in certain underperforming international markets; the Company's ability to continuously improve its product line, maintain efficient, timely and cost-effective production and delivery of its products, and manage its growth; changes in foreign tax rates, and rising commodity costs; the Company's ability to protect and maintain its intellectual property; the Company's ability to respond to regulatory requirements; the Company's ability to retain members of its senior management team; the effects of increased interest rates; the effects of labor relations on business operations and costs; the effects of increased product return rates or a reduction in warranty reserves; the market price for the Company's common stock prevailing from time to time; and the nature of other investment opportunities presented to the Company from time to time.

Additional information concerning these and other risks and uncertainties are discussed in the Company's filings with the Securities and Exchange Commission, including without limitation the Company's annual report on Form 10-K under the headings "Special Note Regarding Forward-Looking Statements" and "Risk Factors". Any forward-looking statement speaks only as of the date on which it is made, and the Company undertakes no obligation to update any forward-looking statements for any reason, including to reflect events or circumstances after the date on which such statements are made or to reflect the occurrence of anticipated or unanticipated events or circumstances.



Overview

- ◆ Worldwide leader in **Premium Sleep**, the **fastest growing** segment of the ~\$13 billion wholesale mattress market
- ◆ **Global** sales under the “Tempur-Pedic®” and “TEMPUR®” trademarks in >70 countries
- ◆ Products provide greater overall **comfort** and better **quality** sleep
- ◆ Solid history of **growth**
- ◆ **Most profitable** company in the industry
- ◆ Over 25,000 health care professionals **recommend** the brand



Tempur-Pedic Swedish Sleep System

- ◆ Pressure & Pain Management
 - 94% of owners experience a reduction in painful pressure points
- ◆ Open Cell Technology
- ◆ Body Conforming & Support
 - 92% of owners sleep better and wake more refreshed
- ◆ Safe and Healthy
- ◆ Maintenance Free



welcome to bed™

Source: Independent survey commissioned by Tempur-Pedic

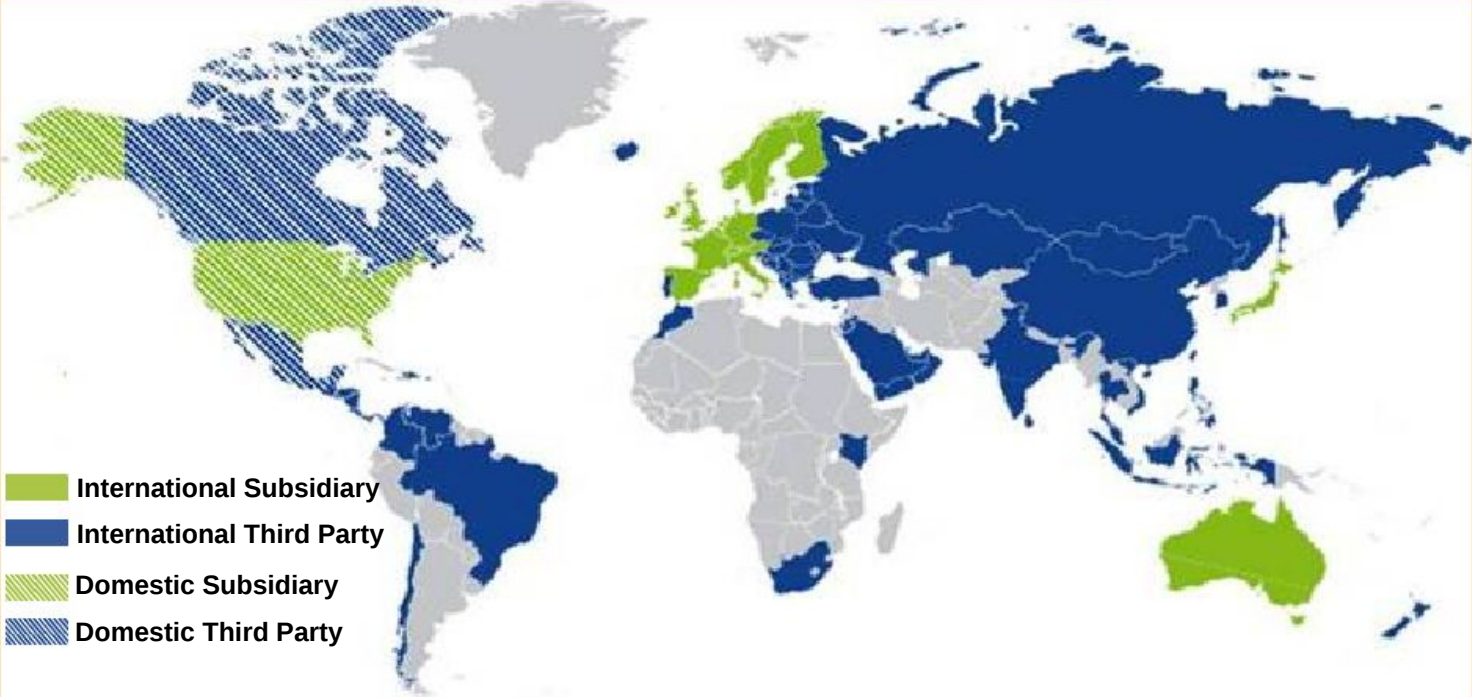
Seasoned Management Team

➤ Executive team has ~130 years managing large international businesses

Name	Position	Prior Experience	Prior Experience	
			Consumer Products	Inter'l
Tom Bryant	President & CEO	CEO, Stairmaster Sports & Medical Products President, Dunlop Maxfli Johnson & Johnson	✓	✓
Rick Anderson	EVP and President, North America	VP, Gillette Gillette/P&G	✓	✓
David Montgomery	EVP and President, International	President, Rubbermaid Europe VP, Black & Decker Europe, Middle East, Africa	✓	✓
Matt Clift	EVP, Global Operations	VP/GM Lexmark International Lexmark/IBM	✓	✓
Dale Williams	EVP & CFO	CFO, Honeywell Control Products CFO, Saga Systems CFO, GE Information Services	✓	✓

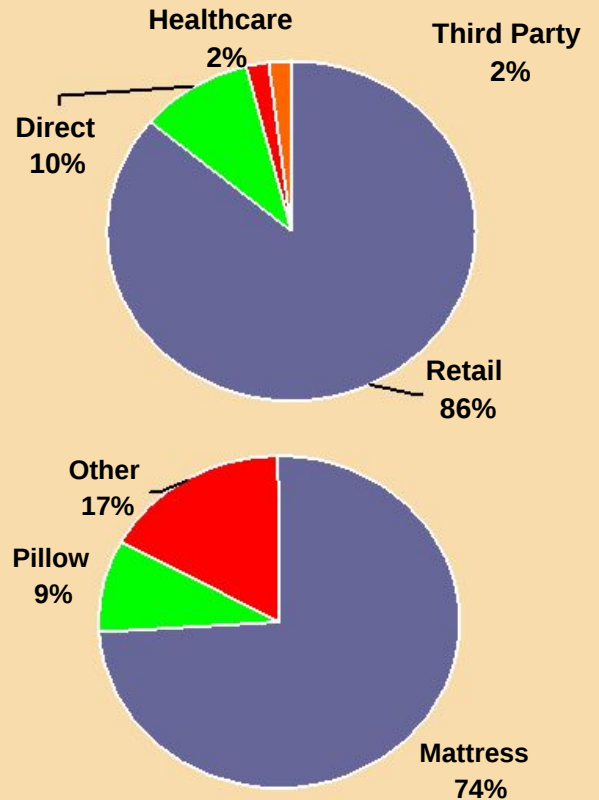


Global Presence



Domestic Sales

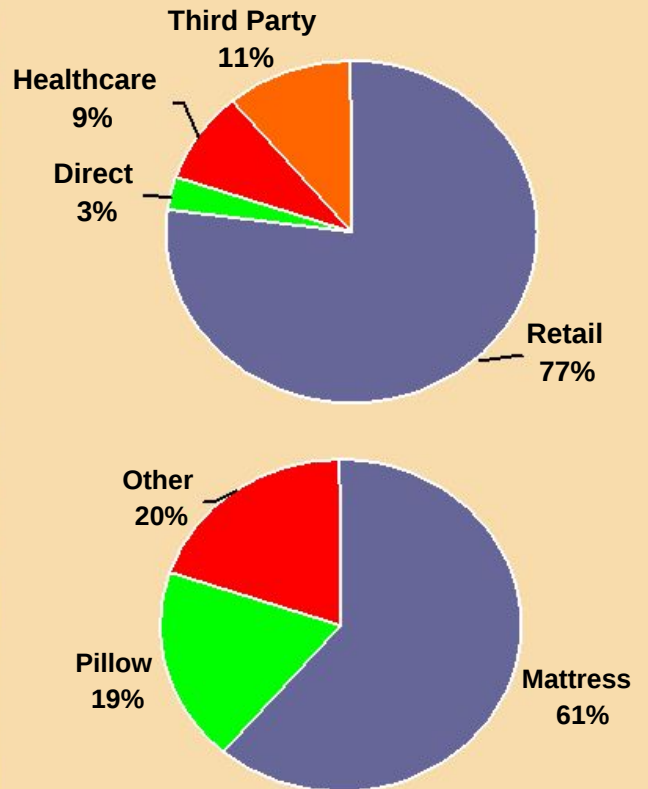
- ◆ Domestic represents ~66% of total sales with long-term growth prospects
- ◆ Products sold through four channels with focus on established retail accounts and new opportunities for growth
- ◆ US-based R&D center focused on product development and targeting new consumer segments
- ◆ Brand building via advertising campaign to drive market share gains



Changing the way the world sleeps!

International Sales

- ◆ International represents ~34% of total sales with long-term growth prospects
- ◆ Products sold through four channels
- ◆ Products designed for unique, regional preferences at European-based R&D center
- ◆ Building brand with large advertising commitment



Changing the way the world sleeps!

Vertically Integrated



Manufacturing Facilities

Denmark (500K sq ft)



- ◆ Global, vertically integrated manufacturer
- ◆ State of the art, highly automated, ISO-certified plants
- ◆ > \$200 million invested
- ◆ Goal: Improve output capacity every year without significant new capital investment

Duffield, VA (500K sq ft)



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1. Albuquerque facility is in the process of ISO certification

Albuquerque, NM (800K sq ft)



Changing the way the world sleeps!

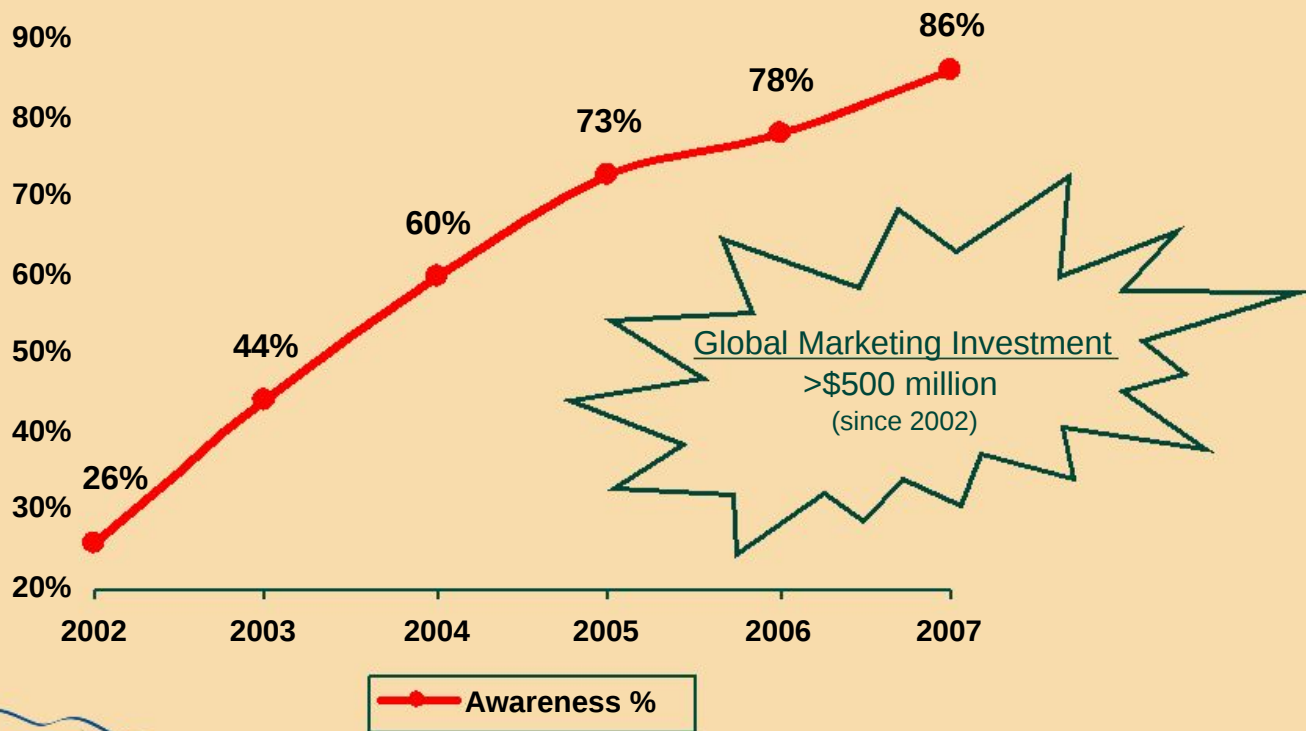
Building Brand Equity



“Welcome To Bed” Marketing Campaign



Increasing Brand Awareness

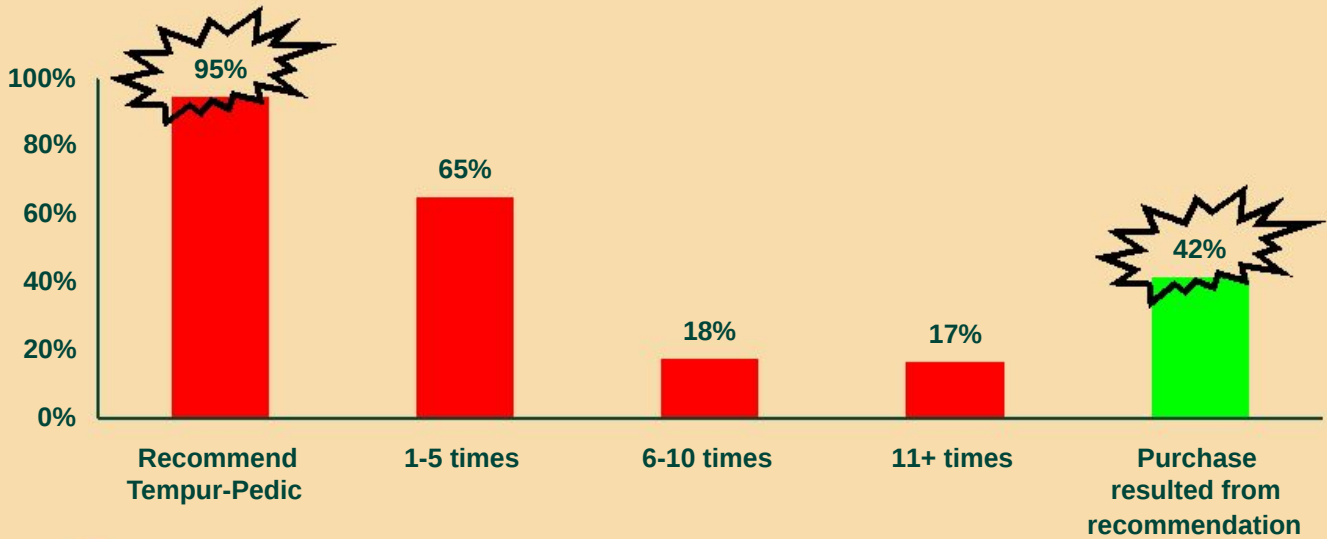


Changing the way the world sleeps!

13
1. Total Brand Awareness for mattresses based on study commissioned by Tempur-Pedic and completed in the first quarter of each year
2. Advertising and trade expenses FY 2002 through 3Q07. For a discussion of the Company's performance, please refer to the Company's press release for 4Q07 results and the Company's prior 10K and 10Q filings.

Consumer Passion

- ◆ ~95% Tempur-Pedic® consumers recommend the product
- ◆ ~65% of consumers recommended Tempur-Pedic up to 5 times
- ◆ 42% of consumers report someone purchased a Tempur-Pedic mattress as a result of their recommendation



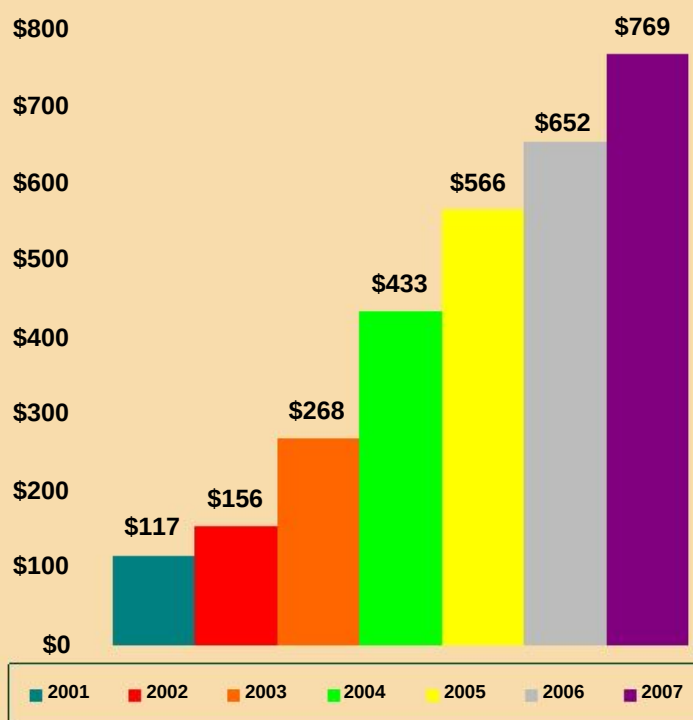
Growth Opportunities

- ◆ Significant Unit Share Opportunity
 - Only represent ~2.3% of U.S. mattress units ('07 est.)
- ◆ Slots Very Low Versus % of Retail Sales
 - Gaining “slots” with new models, key price points
- ◆ Investing in Marketing and Expanding Brand Awareness
- ◆ Targeting Key New Consumer Segments
 - BellaSonna → “Traditionalist” consumers
- ◆ Targeting 77 Million Baby-Boomers
- ◆ Selectively Adding New Retail Accounts



Worldwide Mattress Net Sales

(\$ in millions)

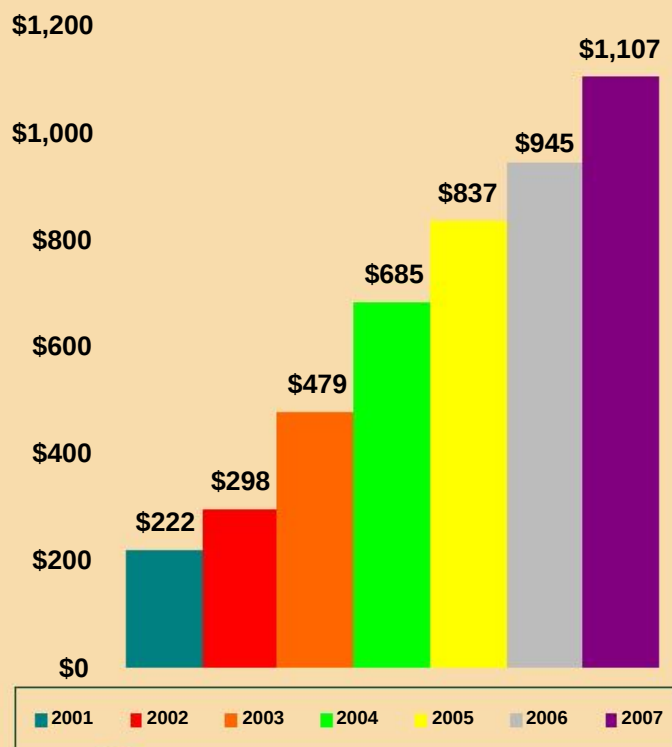


- ◆ Growing brand awareness
- ◆ Excellent profit for retailers
- ◆ Targeted new stores
- ◆ New products
- ◆ Increasing slots per store
- ◆ High volume per slot



Worldwide Net Sales

(\$ in millions)

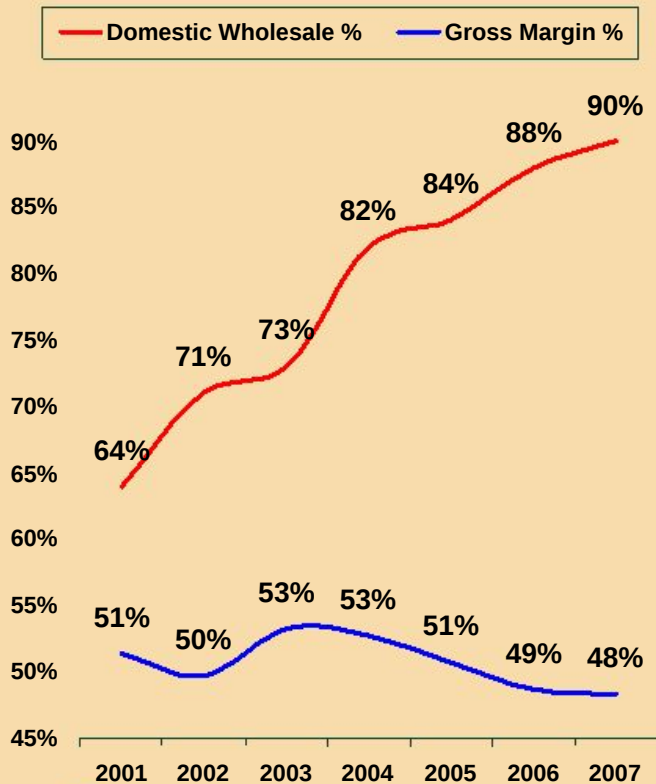


- ◆ Revenue growth led by mattresses
- ◆ Strong growth both Domestically and Internationally
- ◆ Historical growth all organic



welcome to bed™

Gross Margin

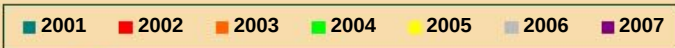
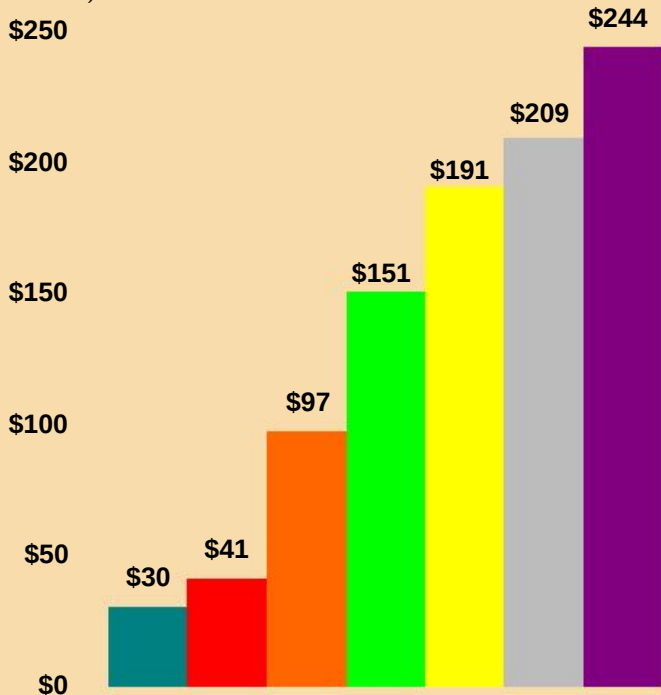


- ◆ Channel mix shift has driven gross margin pressure
- ◆ Albuquerque start-up primary margin pressure in 2007
- ◆ 2007 is expected to be the trough year for gross margin



Operating Income & Margins

(\$ in millions)



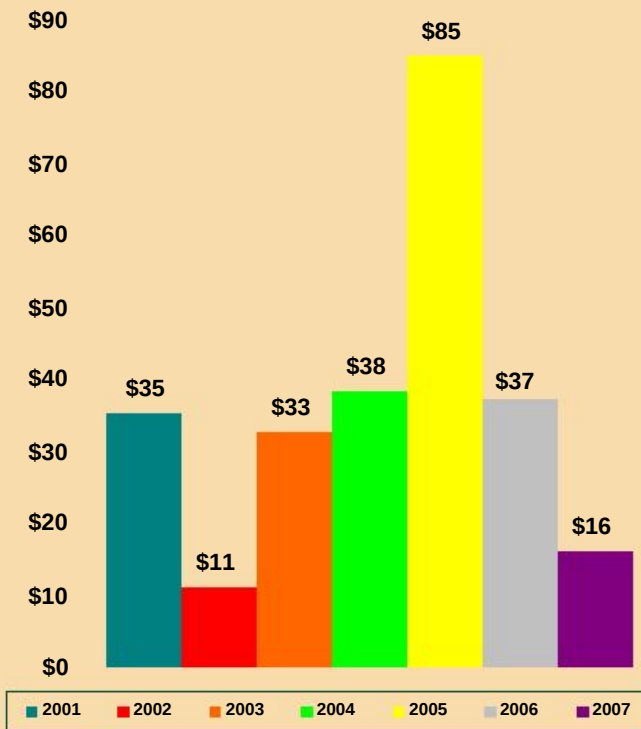
- ◆ Operating leverage offsetting most of the prior Gross Margin erosion
- ◆ Operating Margin will improve with Gross Margin stabilization and growth
- ◆ Opportunities for SG&A leverage over the long term



Capital Expenditures & Cash Flow

Capital Expenditures

(\$ in millions)



- ◆ Completed major capital investments
- ◆ Free cash flow opportunities
- ◆ Cash cycle opportunities



Investment Highlights

- ◆ #1 In The Fast Growing Viscoelastic Market¹
- ◆ #1 In The Fast Growing Premium Mattress Market¹
- ◆ #1 In The Premium Pillow Market¹
- ◆ #1 In International Operations of U.S. Bedding Manufacturers²
- ◆ #1 In The Industry For Profitability³
- ◆ #1 In U.S. Consumer Referrals for Mattresses⁴
- ◆ #1 In Retail Sales And Profit Per Sq Ft⁴

1. Based on net sales, including management's estimates of sales by companies that do not publicly report sales of viscoelastic mattresses and pillows, premium mattress and premium pillows.
2. Based on total company-owned foreign operations by U.S. based bedding manufacturers, including management's estimates for companies that do not publicly report such information.
3. Based on total net income for all publicly reporting US mattress manufacturers.
4. Based on independent survey(s) commissioned by Tempur-Pedic® and management estimates.



Investor Presentation

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