

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) March 12, 2007

**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))
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**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. March 2007 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: March 12, 2007

Tempur-Pedic International Inc.

By: /s/ H. Thomas Bryant

Name: H. Thomas Bryant

Title: President and Chief Executive Officer

EXHIBIT INDEX

Exhibit

Description

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99.1 Tempur-Pedic International Inc. March 2007 Investor Presentation

# Investor Presentation

## March 2007



TPX  
LISTED  
NYSE

 **TEMPUR-PEDIC®**  
International Inc.

## 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, unit share opportunities, new consumer segments, 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 US retail furniture channel, including the timing of opening or expanding within large retail accounts; 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; 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.

***Tom Bryant***  
***President & CEO***



# Overview

- Worldwide leader in Specialty Sleep, the fastest growing segment of the ~\$12 billion wholesale mattress market
- Global sales under the “TEMPUR®” and “Tempur-Pedic®” trademarks in >70 countries
- Leading producer of premium mattresses and pillows
- Products provide greater overall comfort and better quality sleep





# Seasoned Management Team

➤ Top 5 Officers Have ~130 Years Managing Large International Businesses

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

# Tempur-Pedic Swedish Sleep System

- Pressure & Pain Management
- Open Cell Technology
- Body Conforming & Support
- Safe and Healthy
- Maintenance Free

# *Vertically Integrated*

# Manufacturing Facilities

**Denmark** (500K sq ft)



- Global, vertically integrated manufacturer
- Highly automated, ISO-certified plants
- World's largest mattress manufacturing facility

**Duffield, VA** (500K sq ft)



**Albuquerque, NM** (800K sq ft)



# *Sleep In The News*

# Sleep In The News

*“Sleep for longer if you want to stay healthy”*



*Who Needs Sleep?*

Reader's Digest

*Sleep, Snoring and the Blues*

-By SANJAY GUPTA



*Not getting enough sleep can make you fat*

-By Madelyn Fernstrom, Ph.D., CNS



*“Companies try to help workers sleep more”*



*Sleep Deprivation New Concerns; Four More Studies Show It Harms Health*



*Don't lose sleep buying the perfect mattress*

-By Janice Lieberman



*When the gods of sleep have deserted you*



# Sleep In The News

➤ U.S. Sleep Aid Industry Estimated At >\$3B/yr and Growing!

The image displays a variety of sleep aid products and brands. In the center, the word "QUAZEPAM" is written in large, bold, black letters. Surrounding it are numerous other brands and their packaging, including Advil PM, Vicks, NOVO-LORAZEM (Lorazepam Tablets), The Xanax (Drug information), SERENITOL, Sonata (ZALEPLON), Melatrol (NATURAL SLEEP AID), Mellodyn (Sweet Dreams...), ProSom, AMBIEN CR (ZOPIDEAM TARTRATE EXTENDED RELEASE), Keppra (levetiracetam), Restoril (IV temazepam capsules, USP), LiquidSleep (Nutraceuticals), Halcion (triazolam tablets, USP), Flurazepam (Pronunciation: fure AH zeh pam), Excedrin PM (ASPIRIN FREE, For Pain With Sleeplessness), Wyeth Ativan\* (lorazepam Tablets, 2 mg), Tylenol PM (Extra Strength, Acetaminophen, Diphenhydramine HCl), Lunarest (Over-the-Counter Sleep Aid), Rozerem (ramelteon), and Lunesta (eszopiclone).

Tempur-Pedic is not associated and is not affiliated with any of the entities displayed above.

Note: U.S. Sleep Aid Industry annual market size estimate based on management estimates and publicly available industry estimates for prescription and over-the-counter sleep aids.

# Better Mattress ...

# Better Sleep!

- **“Sleep In The News” Is Fueling Consumer Interest And Involvement In Sleep Related Products And Categories**
- **Impact On All Consumers, But Especially The 77 Million Baby-Boomers**
- **47% of Americans Surveyed Said They Now Believe A Mattress Is The Best Investment They Can Make To Improve Their Health And Wellness <sup>1</sup>**

1. Source: International Sleep Products Association





# *Brand Building*

# Cost Effective Advertising

➤ Advertising drives >4.3 billion “impressions” per month

## Television

- > 2.8 billion “impressions” per month
- High profile events: Oscar’s, Emmy’s, Grammy’s



## Magazines

- > 900 million “impressions” per month



## Radio

- > 600 million “impressions” per month
- Includes national spots on such shows as: The Radio Factor with Bill O’Reilly, Westwood One, Dr. Laura


## Newspapers

- > 80 million “impressions” per month



# Continue to Build Global Brand

➤ Total Brand Awareness: 78% up from 60% in two years





**You eat right.  
You exercise.  
But if you are not getting enough sleep, your health could be suffering.**

Even the mildest sleep deprivation can be the root cause of many medical and psychological conditions, including, high blood pressure, heart disease, anxiety, impaired memory, depression and obesity.

Recommended by over 25,000 medical professionals worldwide, the Tempur-Pedic Swedish Mattress™ delivers the ultimate in body support and comfort, helping you to sleep soundly and awake refreshed every morning. So why miss out? 2 out of 10 customers recommend it to their friends and family, based on your health by calling for a FREE information kit today.

For your FREE information kit, visit [www.TempurPedic.com](http://www.TempurPedic.com) or call 888-225-9692

**The most comfortable place to retire.**



- Florida
- Arizona
- Tempur-Pedic

Our Incredible Weightless Comfort™ mattress must be felt to be believed. Its uncanny VISCOELASTIC SLEEP SURFACE reacts to your bodyshape, bodyweight, bodyheat, and absorbs enormous pressure without uncomfortably pressing back.

Tempur-Pedic's sleep technology is light years ahead of outdated innerspring, air, and water bed standards. The heavy pads that cover most mattresses are necessary to keep their "insides" from poking—or leaking out. Yet they create a "hammock" effect that can actually cause painful pressure points. Inside our high-tech bed, billions of memory cells work in perfect harmony to contour precisely to your body.

Tempur-Pedic's sleep scientists used NASA's early anti-G-force research to invent TEMPUR® pressure-relieving material, a revolutionary new kind of bedding that's the wave of the future!

Our bed uses natural principles of physics—nothing mechanical or electrical. No motors, switches, valves, air pumps, or water heaters. It can't break, leak, short-circuit, or stop working.

Call today without obligation for a **FREE DEMONSTRATION KIT!**  
**FREE Sample, Video, & Info**  
Everything you need to know about the bed that is "Changing the way the world sleeps!"  
Your FREE Demo Kit also includes a **FREE IN-HOME TRYOUT CERTIFICATE**  
**888-359-9055**



Other Awards:   

Chosen Award (awarded by SLEEP) 2007-2008 & 2009  
©2008 Tempur-Pedic International, Inc. All rights reserved. Tempur-Pedic is a registered trademark.

Note: Total brand awareness for mattresses based on study commissioned by Tempur-Pedic and completed in the first quarter of each year.



# New Products

## BellaSonna Bed

- Queen Mattress SRP: \$4,099



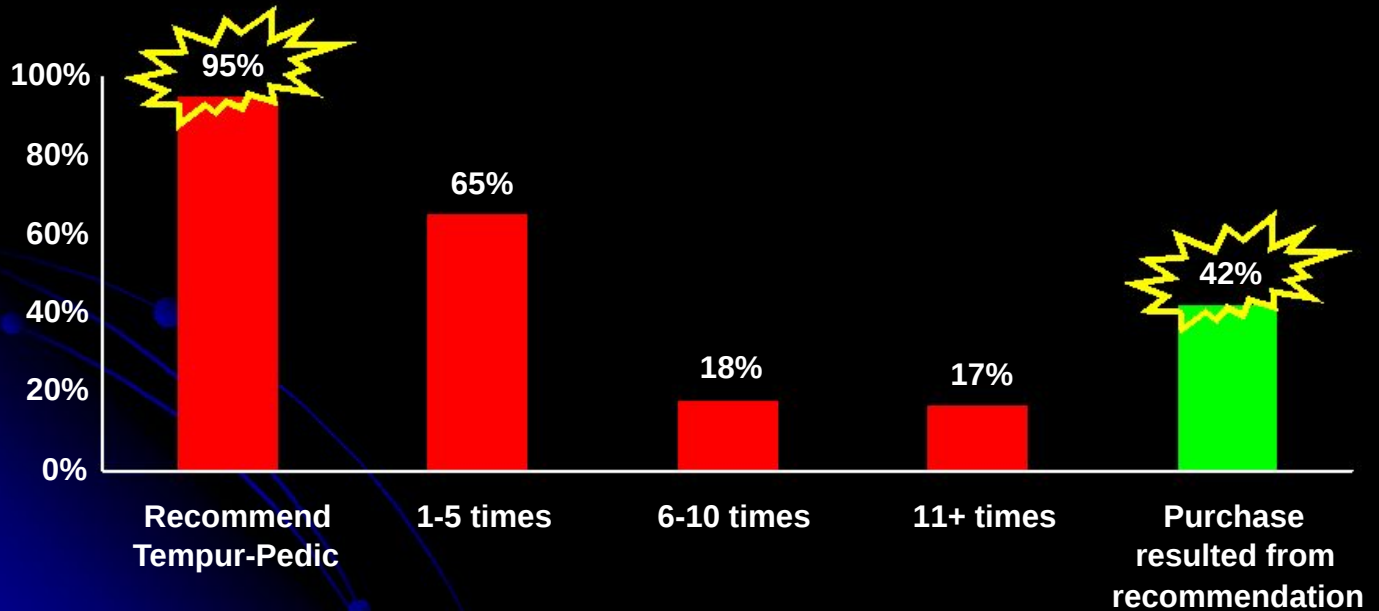
## SymphonyBed

- Queen Mattress SRP: \$1,399



# 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



Source: Independent survey commissioned by Tempur-Pedic



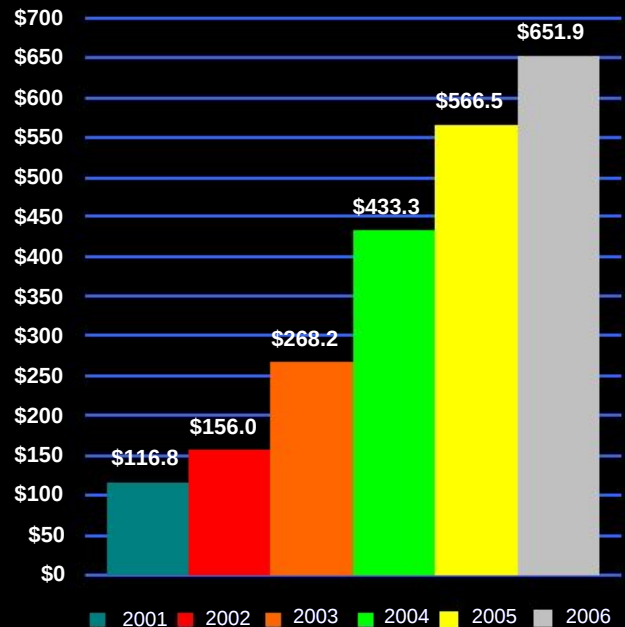
***Dale Williams***  
**CFO**

# Mattresses Key Growth Driver

- Established Accounts + Targeted New Stores
- New products
- Increasing slots per store
- High volume per slot
- Excellent profit for retailers
- Growing brand awareness

## Mattress Revenues

(\$ in millions)



1. For a complete discussion of the Company's financial performance for 2006, please refer to the Management's Discussion and Analysis section of the Company's Form 10K for 2006.



# Growing Net Sales and Profits

## Historical Net Sales

(\$ in millions)  
Net Sales



## Historical Operating Income<sup>(1)</sup>

(\$ in millions)  
Operating  
Income



1. For a complete discussion of the Company's financial performance for 2006, please refer to the Management's Discussion and Analysis section of the Company's Form 10K for 2006.



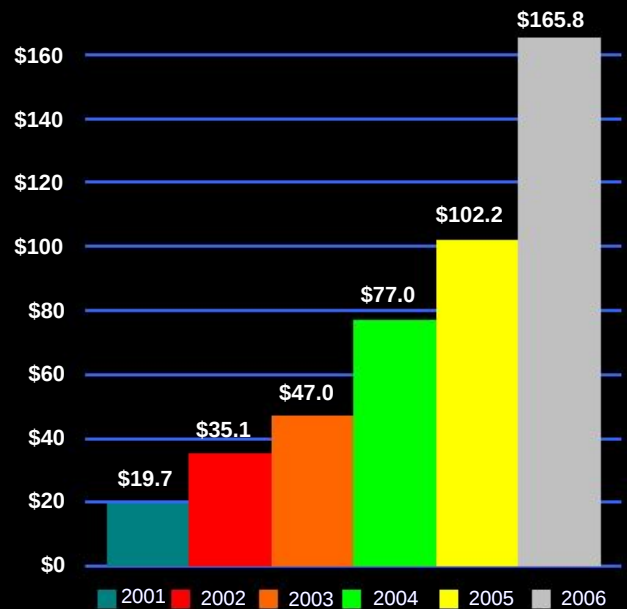


# Cash Flows From Operations

- Strong cash flow dynamics
- Low on-going capital expenditures

## Operating Cash Flows

(\$ in millions)



1. For a complete discussion of the Company's financial performance for 2006, please refer to the Management's Discussion and Analysis section of the Company's Form 10K for 2006.



# Capital Expenditures

- Recently completed major capital investments
- Free Cash Flow opportunities in '07 and beyond



1. For a complete discussion of the Company's financial performance for 2006, please refer to the Management's Discussion and Analysis section of the Company's Form 10K for 2006.



# Market Share Opportunities

- **Significant Unit Share Opportunity**
  - Only represent ~2.1% of U.S. mattress units ('06 est.)
- **Slots Very Low Versus % of Retail Sales**
  - Gaining “slots” with new models, key price points
  - Adding new comfort/feel/technologies (e.g.: T-Flex, TEMPUR HD)
- **Expanding Brand Awareness**
- **Targeting Key New Consumer Segments**
  - BellaSonna → “Traditionalist” consumers
- **Selectively Adding New Retail Accounts**

# Investment Highlights

- #1 In The Fast Growing Viscoelastic Market <sup>1</sup>
- #1 In The Fast Growing Premium Mattress Market <sup>1</sup>
- #1 In The Premium Pillow Market <sup>1</sup>
- #1 In International Operations of U.S. Bedding Manufacturers <sup>2</sup>
- #1 In The Industry For Profitability <sup>3</sup>
- #1 In U.S. Consumer Referrals for Mattresses <sup>4</sup>
- #1 In Retail Sales And Profit Per Sq Ft<sup>4</sup>

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.

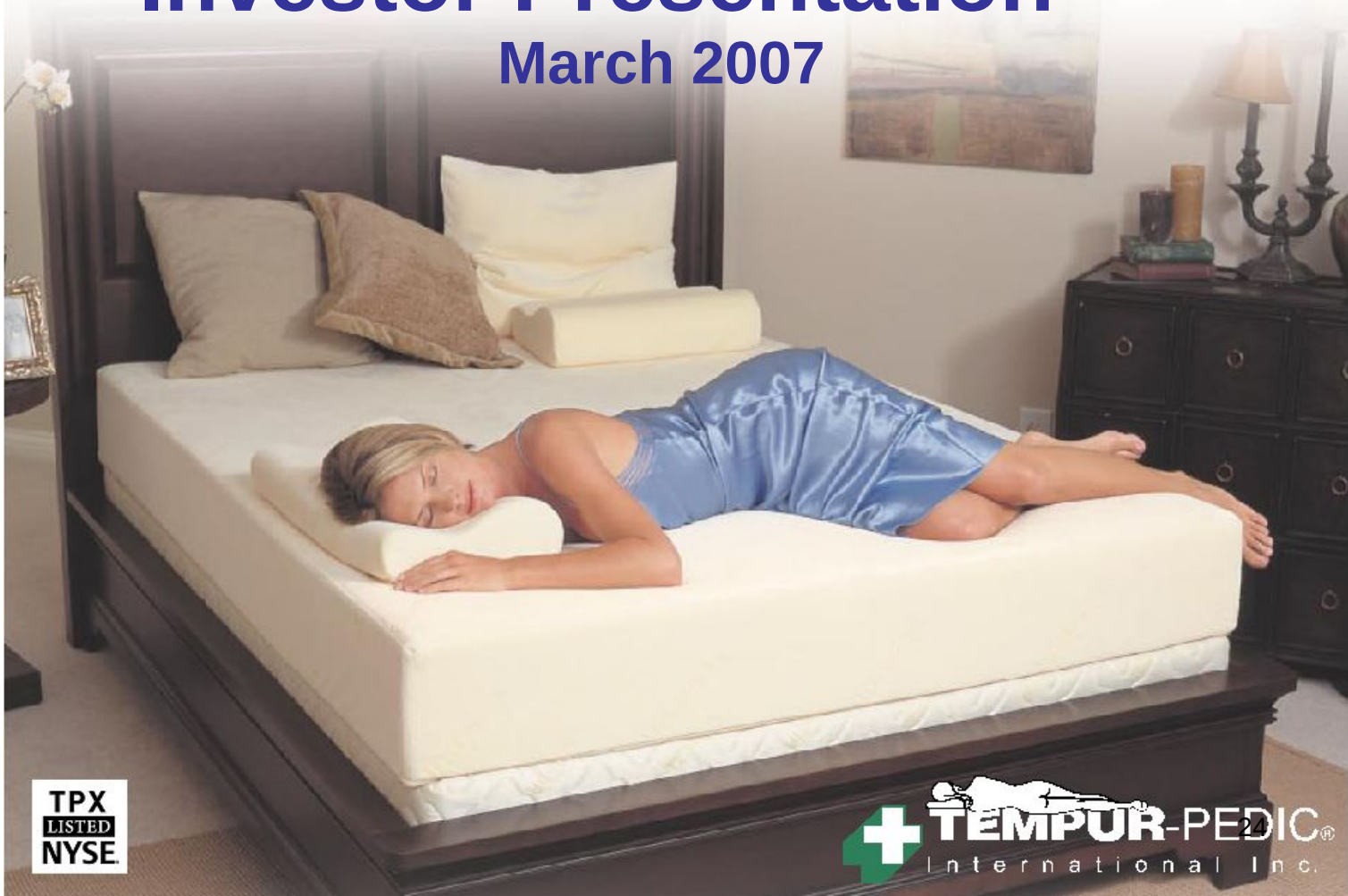
3. Based on total net income for all publicly reporting US mattress manufacturers.

4. Based on independent survey(s) commissioned by Tempur-Pedic® and management estimates.



# Investor Presentation

March 2007



TPX  
LISTED  
NYSE

 **TEMPUR-PEDIC**<sup>®</sup>  
International Inc.