SEC Form 4	
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FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			of Section 30(1) of the investment Company Act of 1940				
1. Name and Addre <u>Wijnand Han</u>	<u>isbart</u>		2. Issuer Name and Ticker or Trading Symbol <u>TEMPUR SEALY INTERNATIONAL, INC.</u> [TPX]		tionship of Reporting Per all applicable) Director Officer (give title below)	rson(s) to Issuer 10% Owner Other (specify below)	
(Last) C/O TEMPUR S 1000 TEMPUR		(Middle) ERNATIONAL, INC.	3. Date of Earliest Transaction (Month/Day/Year) 01/04/2023		EVP, INTERNATIONAL		
(Street) LEXINGTON	KY (State)	40511 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person	porting Person	
		Table I - Non-Der	ivative Securities Acquired, Disposed of, or Benefic	ially C	Dwned		

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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	01/04/2023		М		16,068	A	\$0 ⁽¹⁾	42,321	D	
Common Stock	01/04/2023		F		7,552	D	\$34.93	34,769	D	
Common Stock	01/04/2023		М		2,593	A	\$0 ⁽¹⁾	37,362	D	
Common Stock	01/04/2023		F		1,219	D	\$34.93	36,143	D	
Common Stock	01/04/2023		М		4,016	A	\$0 ⁽¹⁾	40,159	D	
Common Stock	01/04/2023		F	1	1,888	D	\$34.93	38,271	D	
Common Stock	01/04/2023		М		11,844	A	\$0 ⁽¹⁾	50,115	D	
Common Stock	01/04/2023		F		5,567	D	\$34.93	44,548	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. Numl Derivati Securiti Acquire Dispose (D) (Inst and 5)	ive ies ied (A) or ied of	6. Date Exerc Expiration Da (Month/Day/\	e of Securities		8. Price of Derivative Security (Instr. 5)	Reported	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		Transaction(s) (Instr. 4)		
Performance Restricted Stock Units	\$0.0 ⁽¹⁾	01/04/2023		М			16,068	(2)	(2)	Common Stock	16,068	\$ <u>0</u>	32,118	D	
Restricted Stock Units	\$0.0 ⁽¹⁾	01/04/2023		М			2,593	(3)	(3)	Common Stock	2,593	\$0	7,779	D	
Restricted Stock Units	\$0.0 ⁽¹⁾	01/04/2023		М			4,016	(4)	(4)	Common Stock	4,016	\$0	8,030	D	
Restricted Stock Units	\$0.0 ⁽¹⁾	01/04/2023		М			11,844	(5)	(5)	Common Stock	11,844	\$ <mark>0</mark>	0	D	
Restricted Stock Units	\$0.0	01/04/2023		Α		14,315		(6)	(6)	Common Stock	14,315	\$ <mark>0</mark>	14,315	D	

Explanation of Responses:

1. Performance restricted stock units and restricted stock units convert into common stock on a one-for-one basis.

2. On February 22, 2022, the Compensation Committee of the Board of Directors determined that the maximum performance conditions for the performance restricted stock units (PRSUs) granted on January 4, 2021 were achieved. The PRSUs vest in approximately three equal installments on January 4, 2023, 2024 and 2025.

3. On January 4, 2022, the reporting person was granted 10,372 restricted stock units, vesting in four annual installments beginning on the first anniversary of the grant date.

4. On January 4, 2021, the reporting person was granted 16,062 restricted stock units, vesting in approximately four equal annual installments beginning on the first anniversary of the grant date.

5. On January 4, 2019, the reporting person was granted 47,384 restricted stock units (RSUs), vesting in four annual installments beginning on the first anniversary of the grant date. The RSUs have been adjusted to reflect the 4-for-1 stock split, which occurred on November 24, 2020.

6. On January 4, 2023, the reporting person was granted 14,315 restricted stock units, vesting in four annual installments beginning on the first anniversary of the grant date.

Remarks:

/s/ Bhaskar Rao, Attorney-in-01/06/2023 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.

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