

TEMPUR SEALY INTERNATIONAL, INC.  
Form 8-K  
April 05, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 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): April 5, 2016**

**TEMPUR SEALY INTERNATIONAL, INC.**

**(Exact name of Registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**001-31922**  
**(Commission**  
**File Number)**  
**1000 Tempur Way**

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

**Lexington, Kentucky 40511**

**(Address of principal executive offices) (Zip Code)**

**(800) 878-8889**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name, former address and former fiscal year, 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.):

- .. 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 8.01. Other Events.**

On April 4, 2016, Tempur Sealy International, Inc. (the Company ) completed the offer to exchange (the Exchange Offer ) up to \$450 million aggregate principal amount of its outstanding 5.625% senior notes due 2023 (the Outstanding Notes ) for up to \$450 million of its new 5.625% senior notes due 2023 (the Exchange Notes ) that have been registered under the Securities Act of 1933, as amended. \$449 million in principal amount of the Outstanding Notes, representing 99.7778% of the Outstanding Notes, was tendered and received (including tenders subject to the guaranteed delivery procedures) prior to the expiration of the Exchange Offer at 11:59 p.m., New York City time, on April 4, 2016. The Exchange Offer was made only by means of a prospectus dated March 8, 2016. The Exchange Offer was conducted pursuant to the terms of the Outstanding Notes and is more fully explained in the Company s Registration Statement on Form S-4 declared effective by the Securities and Exchange Commission on March 8, 2016 (File No. 333-209511).

**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 thereunto duly authorized.

**Tempur Sealy International, Inc.**

By: /s/ Barry A. Hytinen

Name: Barry A. Hytinen

Title: Executive Vice President & Chief  
Financial Officer

Date: April 5, 2016