

TEMPUR SEALY INTERNATIONAL, INC.

Form 8-K

October 18, 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): October 18, 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)

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

1000 Tempur Way

40511

Lexington, Kentucky
(Address of principal executive offices) **(Zip Code)**
Registrant's telephone number, including area code: (800) 878-8889

Not applicable

(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.):

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 October 18, 2016, Tempur Sealy International, Inc. (the Company) completed the offer to exchange (the Exchange Offer) up to \$600 million aggregate principal amount of its outstanding 5.500% senior notes due 2026 (the Outstanding Notes) for up to \$600 million of its new 5.500% senior notes due 2026 that have been registered under the Securities Act of 1933, as amended. \$600 million in principal amount of the Outstanding Notes, representing 100% 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 October 14, 2016. The Exchange Offer was made only by means of a prospectus dated September 14, 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, as amended, declared effective by the Securities and Exchange Commission on September 13, 2016 (File No. 333-212943).

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.

TEMPUR SEALY INTERNATIONAL, INC.

(Registrant)

Date: October 18, 2016

By: /s/ Barry A. Hytinen
Name: Barry A. Hytinen
Title: Executive Vice President & Chief Financial
Officer