## Edgar Filing: TEMPUR PEDIC INTERNATIONAL INC - Form 4

TEMPUR PEDIC INTERNATIONAL INC Form 4 December 03, 2009

FORM	ЛЛ								OMB AF	PROVAL		
	UNITED	Washington, D.C. 20549							OMB Number:	3235-0287		
Check th if no lon	his box								Expires:	January 31,		
subject t Section Form 4 o	16.	ERSHIP OF	Estimated a burden hour response	•								
Form 5 obligatio may con <i>See</i> Instr 1(b).	ons Section 170	(a) of the Pu	ıblic U	tility Hol	ding Co	mpar	•	Act of 1934, 1935 or Section )	l			
(Print or Type	Responses)											
1. Name and Address of Reporting Person <u>*</u> Clift Matthew								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
		Ι	NTER	NATION	IAL INC	[TP	X]	(Cheek	an applicable	)		
(Month/D								Director 10% Owner X_ Officer (give title Other (specify below) below)				
	UR-PEDIC TIONAL INC., 1 OX WAY		2/02/2	009				· · · · · · · · · · · · · · · · · · ·	lobal Operation	ns		
	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)						<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>					
LEXINGTO	ON, KY 40511						:	Form filed by Mo Person	ore than One Re	porting		
(City)	(State)	(Zip)	Tabl	le I - Non-l	Derivative	e Secu	rities Acqu	ired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deem (Month/Day/Year) Execution any (Month/D		ate, if	3. Transactic Code (Instr. 8)		sed of 4 and (A)		<ul> <li>5. Amount of Securities Beneficially Owned Following Reported Transaction(s)</li> </ul>	Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	12/02/2009			S	200	D	\$ 22.63	24,634	D			
Common Stock	12/02/2009			S	800	D	\$ 22.6352	23,834	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 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)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
Clift Matthew C/O TEMPUR-PEDIC INTERNATIONAL INC. 1713 JAGGIE FOX WAY LEXINGTON, KY 40511			EVP, Global Operations				
Signatures							
/s/ Matthew D							

7s/ Matthew D. 12/03/2009 Clift

<u>\*\*</u>Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.