Edgar Filing: TEMPUR PEDIC INTERNATIONAL INC - Form 4

TEMPUR PEDIC INTERNATIONAL INC

Form 4 May 07, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * TRUSSELL ROBERT B JR

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol **TEMPUR PEDIC**

INTERNATIONAL INC [TPX]

(Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

Filed(Month/Day/Year)

05/03/2007

_X__ Director Officer (give title

10% Owner Other (specify

C/O TEMPUR-PEDIC

INTERNATIONAL INC., 1713 JAGGIE FOX WAY

(Street)

4. If Amendment, Date Original

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

LEXINGTON, KY 40511

(City)	(State)	(Zip) 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. Transa Code (Instr.		4. Securitie on Disposed o (Instr. 3, 4) Amount	f (D)	uired (A) or Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	02/27/2007		G	V	250,000 (1)	D (2)	\$ 0	274,629	I	By RBT Investments LLC	
Common Stock	05/03/2007		S		25,000 (1)	D	\$ 26.57	249,629	I	By RBT Investments LLC	
Common Stock	05/03/2007		S		25,000 (1)	D	\$ 26.63	224,629	I	By RBT Investments LLC	

Edgar Filing: TEMPUR PEDIC INTERNATIONAL INC - Form 4

Common Stock	05/03/2007	S	25,000 (1)	D	\$ 26.65	199,629	I	By RBT Investments LLC
Common Stock	05/03/2007	S	25,000 (1)	D	\$ 26.69	174,629	I	By RBT Investments LLC
Common Stock	05/03/2007	S	25,000 (1)	D	\$ 26.7	149,629	I	By RBT Investments LLC
Common Stock	05/03/2007	S	10,000 (1)	D	\$ 26.7433	139,629	I	By RBT Investments LLC
Common Stock	05/04/2007	S	14,700 (1)	D	\$ 26.65	124,929	I	By RBT Investments LLC
Common Stock	05/04/2007	S	5,300 (1)	D	\$ 26.7	119,629	I	By RBT Investments LLC
Common Stock	05/04/2007	S	19,629 (1)	D	\$ 26.71	100,000	I	By RBT Investments LLC

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day/ e	Date Exercisable and xpiration Date Month/Day/Year)		le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Edgar Filing: TEMPUR PEDIC INTERNATIONAL INC - Form 4

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TRUSSELL ROBERT B JR C/O TEMPUR-PEDIC INTERNATIONAL INC. 1713 JAGGIE FOX WAY LEXINGTON, KY 40511



Signatures

/s/ William H. Poche, Attorney-in-fact 05/07/2007

Date

Explanation of Responses:

**Signature of Reporting Person

- * 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).
- (1) The reporting person and his spouse control the investment and voting decisions of RBT Investments, LLC indirectly as trustees of the members of RBT Management, LLC, the manager for RBT Investments, LLC.
- (2) Represents a gift to the Robert and Martha Trussell Family Foundation, a Delaware not-for-profit corporation and Section 501(c)(3) private foundation.

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.

Reporting Owners 3