

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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): **February 27, 2008**

TEMPUR-PEDIC INTERNATIONAL INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

001-31922
(Commission File Number)

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

1713 Jaggie Fox Way
Lexington, Kentucky 40511
(Address of principal executive offices) (Zip Code)

(800) 878-8889
(Registrant's telephone number, including area code)

N/A
(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. below):

- 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))
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Item 5.02 Departure of Directors of Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On February 27, 2008, the President and Chief Executive Officer, H. Thomas Bryant, of Tempur-Pedic International Inc. (the “Company”) announced his plans to retire from the Company effective mid-year 2008. Mr. Bryant will be working with the Company to ensure an orderly transition to a new Chief Executive Officer prior to his retirement. The Company anticipates that Mr. Bryant will continue in his role as a director and stand for re-election at the annual meeting of stockholders in May 2008. Mr. Bryant joined the Company in July 2001, and has served as the Chief Executive Officer and a member of the Board of Directors since April 2006.

The Board of Directors has formed a committee to lead the search for a new CEO and has retained an executive search firm.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

None.
