
**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): **June 15, 2012**

**THERMON GROUP HOLDINGS, INC.
THERMON HOLDING CORP.**

(Exact name of each Registrant as specified in its respective charter)

<u>(State or Other Jurisdiction of Incorporation)</u>	<u>(Commission File Number)</u>	<u>(IRS Employer Identification No.)</u>
Delaware	001-35159	27-2228185
Delaware	333-168915-05	26-0249310

**100 Thermon Drive
San Marcos, Texas 78666**
(Address of principal executive offices) (zip code)

(512) 396-5801
(Registrants' telephone number, including area code)

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:

- 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers;
Compensatory Arrangements of Certain Officers.**

Increase in Size of Board

Effective June 15, 2012, the board of directors of each of Thermon Group Holdings, Inc. (the "Company") and Thermon Holding Corp. (together with the Company, the "Registrants"), upon recommendation from the Nominating and Corporate Governance Committee and in accordance with Article V, Section 5.01 of the Company's second amended and restated certificate of incorporation, increased its size from seven (7) to eight (8) directors.

Appointment of Kevin J. McGinty and John T. Nesser

Effective June 15, 2012, upon recommendation from the Nominating and Corporate Governance Committee, the board of directors of each of the Registrants appointed Kevin J. McGinty and John T. Nesser III to serve as directors of the Registrants' respective boards. Mr. McGinty is currently a managing director of Peppertree Capital Management, Inc., a private equity fund management firm. Mr. Nesser recently retired as Executive Vice President and Chief Operating Officer of McDermott International, Inc., a global engineering, procurement, construction and installation company with a focus on the energy industry.

Committee assignments will be finalized following the Company's 2012 annual meeting of stockholders. Currently, the Registrants anticipate that Mr. McGinty will serve on the Registrants' audit and compensation committees and that Mr. Nesser will serve on the Registrants' audit and nominating and corporate governance committees. Concurrently with these committee appointments, the Registrants anticipate that Messrs. Press and Snider will resign as members of the audit committee, Mr. Goodrich will resign as a member of the nominating and corporate governance committee and Mr. Sorrentino will resign as a member of the compensation committee.

There is no arrangement or understanding between Messrs. McGinty or Nesser and any other person pursuant to which he was selected as a director. Messrs. McGinty and Nesser will receive compensation for their service in accordance with the Registrants' standard compensatory arrangement for non-employee directors. A description of the compensatory arrangement for non-employee directors is set forth under the heading "Directors, Executive Officers and Corporate Governance—Compensation of Directors" in the Company's 2012 proxy statement filed with the Securities and Exchange Commission on June 18, 2012, which is incorporated herein by reference. We plan to enter into an indemnification agreement with Messrs. McGinty and Nesser, the form of which was previously filed with the Commission on April 1, 2011.

A press release announcing Mr. McGinty's and Mr. Nesser's appointment to the Board is filed with this report as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description of Exhibit
99.1	Press Release issued on June 19, 2012.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, each of the Registrants has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 19, 2012

**THERMON GROUP HOLDINGS, INC.
THERMON HOLDING CORP.**

By: /s/ Jay Peterson
Chief Financial Officer

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Exhibit Index

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99.1	Press Release issued on June 19, 2012.

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THERMON ELECTS KEVIN J. MCGINTY AND JOHN T. NESSER TO ITS BOARD OF DIRECTORS

SAN MARCOS, Texas, June 19, 2012 — Thermon Group Holdings, Inc. (NYSE:THR) (the “Company”) and Thermon Holding Corp. (together with the Company, the “Registrants”) today announced that Kevin J. McGinty and John T. Nesser have been appointed to their respective boards of directors, effective June 15, 2012.

Mr. McGinty, age 63, is currently a Managing Director of Peppertree Capital Management, Inc. (“Peppertree”), a private equity fund management firm. Prior to founding Peppertree in January 2000, Mr. McGinty served as a Managing Director of Primus Venture Partners during the period from 1990 to December 1999. In both organizations Mr. McGinty was involved in private equity investing, both as a principal and as a limited partner. From 1970 to 1990, Mr. McGinty was employed by Society National Bank, now KeyBank, N.A., where in his final position he was an Executive Vice President. Mr. McGinty received his undergraduate degree in economics from Ohio Wesleyan University and his MBA in finance from Cleveland State University. Mr. McGinty has over 40 years of experience in the banking and private equity industries.

Mr. Nesser, age 63, recently retired as Executive Vice President and Chief Operating Officer of McDermott International, Inc. (NYSE:MDR), a global engineering, procurement, construction and installation company with a focus on the energy industry. He joined McDermott as Associate General Counsel in 1998 and spent over 10 years in various senior management roles, including as General Counsel, Chief Administrative Officer and Chief Legal Officer. Previously, he served as a managing partner of Nesser, King & LeBlanc, a New Orleans law firm, which he co-founded in 1985. Mr. Nesser holds a B.S. in Business Administration, majoring in finance and a J.D. from Louisiana State University. Mr. Nesser has significant prior experience in legal and operational roles.

“Thermon is fortunate to welcome both John and Kevin as directors,” said Rodney Bingham, President and Chief Executive Officer. “Kevin offers entrepreneurial insight and financial literacy that will be invaluable as we continue to grow our business. We look forward to drawing on the depth of John’s industry knowledge and operational experience to continue our progress at Thermon. We are honored that each has agreed to serve on our board.”

About Thermon

Through its global network, Thermon provides highly engineered thermal solutions, known as heat tracing, for process industries, including energy, chemical processing and power generation. Thermon’s products provide an external heat source to pipes, vessels and instruments for the purposes of freeze protection, temperature maintenance, environmental monitoring and surface snow and ice melting. Thermon is headquartered in San Marcos, Texas. For more information, please visit www.thermon.com.

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