

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): July 8, 2011

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

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

(State or Other Jurisdiction
of Incorporation)

**Delaware
Delaware**

(Commission
File Number)

**001-35159
333-168915-05**

(IRS Employer
Identification No.)

**27-2228185
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))
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Item 2.04. Triggering Events That Accelerate or Increase a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement.

On July 8, 2011, Thermon Industries, Inc. (the “Note Issuer”) called for redemption of a portion of its outstanding 9.500% Senior Secured Notes due 2017, CUSIP No. 88362R AC1 (the “Notes”). The Note Issuer will redeem \$24.59 million aggregate principal amount of the outstanding \$168.0 aggregate principal amount of the Notes. The redemption price of the Notes is 109.5% of the principal amount redeemed, plus accrued and unpaid interest thereon until the redemption date, payable in cash. The redemption date will be August 8, 2011. The redemption will be funded with proceeds from the initial public offering of the common stock of the Note Issuer’s ultimate parent company, Thermon Group Holdings, Inc.

The Notes were issued and the redemption will be effected pursuant to the provisions of the Indenture, dated as of April 30, 2010, between the Note Issuer, as successor by merger to Thermon Finance, Inc., and The Bank of New York Mellon Trust Company, N.A., as trustee and collateral agent (the “Trustee”), and the First Supplemental Indenture, dated as of April 30, 2010, among the Note Issuer, the Trustee and the guarantors party thereto, including Thermon Holding Corp.

A copy of the Notice of Partial Redemption dated July 8, 2011 relating to the redemption in part of the Notes is incorporated by reference herein as Exhibit 99.1.

On July 11, 2011, the Note Issuer issued a press release discussing the foregoing, which is incorporated by reference herein as Exhibit 99.2.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

| Number | Description |
|---------------|---|
| 99.1 | Notice of Partial Redemption to the Holders of 9.500% Senior Secured Notes due 2017 of Thermon Industries, Inc., dated July 8, 2011 |
| 99.2 | Press Release regarding partial redemption of the Notes, dated July 11, 2011 |

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: July 11, 2011

THERMON GROUP HOLDINGS, INC.
THERMON HOLDING CORP.

By: /s/ Jay Peterson
Chief Financial Officer

Exhibit Index

| Number | Description |
|---------------|---|
| 99.1 | Notice of Partial Redemption to the Holders of 9.500% Senior Secured Notes due 2017 of Thermon Industries, Inc., dated July 8, 2011 |
| 99.2 | Press Release regarding partial redemption of the Notes, dated July 11, 2011 |

NOTICE OF PARTIAL REDEMPTION**TO THE HOLDERS OF
9.500% SENIOR SECURED NOTES DUE 2017
OF
THERMON INDUSTRIES, INC.****CUSIP NUMBER 88362R AC1**

NOTICE IS HEREBY GIVEN, pursuant to that certain Indenture, dated as of April 30, 2010 (the "Original Indenture"), between Thermon Industries, Inc., a Texas corporation and successor by merger to Thermon Finance, Inc., as issuer (the "Company"), and The Bank of New York Mellon Trust Company, N.A., as trustee and collateral agent (the "Trustee"), and the First Supplemental Indenture, dated as of April 30, 2010 (together with the Original Indenture, the "Indenture"), among the Company, the Trustee and the guarantors party thereto, as follows:

(1) The Company's 9.500% Senior Secured Notes due 2017 (the "Notes"), are hereby called for redemption in part. The CUSIP number of the Notes is 88362R AC1.

(2) The date fixed for redemption is August 8, 2011 (the "Redemption Date").

(3) Pursuant to the terms of the Indenture and the Notes, the Notes will be redeemed at a redemption price equal to 109.5% of the principal amount redeemed, plus accrued and unpaid interest to the Redemption Date (the "Redemption Price").

(4) The Notes will be redeemed in part as follows: \$24.59 million aggregate principal amount of the \$168.0 million outstanding Notes are to be redeemed. Pursuant to Section 3.02 of the Indenture, selection of the Notes for redemption will be made by the Trustee on a *pro rata* basis, by lot or by such other method as the Trustee shall deem to be fair and appropriate, subject to the Applicable Procedures; provided that no Notes of \$2,000 or less in principal amount shall be redeemed in part.

(5) The name and address of the Paying Agent with respect to the redemption of the Notes are as follows:

The Bank of New York Mellon Trust
Company, N.A.
Attn: Corporate Trust Redemptions
111 Sanders Creek Parkway
East Syracuse, NY 13057

(6) The Notes called for redemption must be surrendered to the Paying Agent to collect the Redemption Price.

(7) Unless the Company defaults in making payment of the aggregate Redemption Price of all Notes to be redeemed, interest on the Notes called for redemption shall cease to accrue on and after the Redemption Date.

(8) The Notes are being called for redemption in part pursuant to Section 3.07(b) of the Indenture and Section 5(b) of the Notes.

(9) Neither the Company nor the Trustee shall be responsible for the accuracy of the CUSIP number either as printed on the Notes or as set forth in this Notice of Partial Redemption. The CUSIP number set forth above is included solely for the convenience of the Holders.

(10) Prior to or on the Redemption Date, the Company shall deposit with the Paying Agent money sufficient to pay the aggregate Redemption Price of all Notes to be redeemed.

(11) Capitalized terms used but not defined in this Notice of Partial Redemption shall have the meanings ascribed thereto in the Indenture.

THERMON INDUSTRIES, INC.

Dated: July 8, 2011

THERMON CALLS FOR PARTIAL REDEMPTION OF ITS 9.500% SENIOR SECURED NOTES

SAN MARCOS, Texas, July 11, 2011 – On July 8, 2011, Thermon Industries, Inc. delivered Notice of Partial Redemption (the “Notice”) to registered holders of its outstanding 9.500% senior secured notes due 2017 (the “Notes”), CUSIP No. 88362R AC1. The Notice called for redemption of \$24.6 million aggregate principal amount of the \$168.0 million Notes currently outstanding. The redemption price is 109.5% of the principal amount redeemed, plus accrued and unpaid interest thereon until the redemption date, payable in cash. The redemption date will be August 8, 2011. The redemption will be funded with proceeds received from the initial public offering of Thermon Group Holdings, Inc (NYSE:THR) common stock.

Additional information concerning the terms and conditions of the redemption are fully described in the Notice distributed to registered holders of the Notes. Beneficial holders with any questions about the redemption should contact their respective brokerage firm or financial institution.

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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