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

OMB APPROVAL					
OMB Number:	3235-0287				
Estimated average burden					
nours per response	e 0.5				

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

erson*	2. Issuer Name and Ticker or Trading Symbol			:	5. Relationship of Reporting Person(s) to Issuer								
(Middle)	Thermon Group Holdings, Inc. [THR]				X Director 10% Owner			elow)					
` '		Transacti	OII (IVI	onui/Da <sub>,</sub>	y/ 1 car)								
	4. If Amendment, Date Original Filed(Month/Day/Year)			-	6. Individual or Joint/Group Filing(Check Applicable Line)  _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person								
(Zip)	Та	hle I - No	n-Der	ivative:	Securities	Acqui	red Disne	nsed of or l	Reneficially (	Owned			
2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Trans Code (Instr. 8	action	on 4. Securities Acc (A) or Disposed		•		uired of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		ies Following	6. Ownership Form:	Beneficial
	(Month/Day/Year)	Code	V	Amour	(A) or (D)			Direct (D) Ownershi or Indirect (Instr. 4) (I) (Instr. 4)					
02/08/2021		P		902			34,000			D			
			the fred, D	orm dis	splays a o	curren eficiall	itly valid						
3. Transaction Date 3A. Deemed 4. 5. 6. Date Exercion Pate, if Transaction Number and Expiration	e Exercisable 7. T Am Long H/Day/Year) 7. T Am Long Sec		unt of erlying rities	8. Price of Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownersh Form of Derivati Security Direct (I or Indire	Beneficia Ownershi (Instr. 4)						
		4, and 5)					Amount	1					
	(Middle) VAY, BUILDING  (Zip)  2. Transaction Date (Month/Day/Year)  02/08/2021  for each class of secur  Table II - (in the content of the c	Thermon Grou  NAY, BUILDING  (Zip)  2. Transaction Date (Month/Day/Year)  02/08/2021  2. Transaction Date (Month/Day/Year)  1. Table II - Derivative Securities beneficially over the company of the comp	Thermon Group Holdin  (Middle) VAY, BUILDING  (Zip)  Table I - No  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, our conditions any (Month/Day/Year)  Table II - Derivative Securities Acquired (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or	Thermon Group Holdings, I  (Middle) VAY, BUILDING  3. Date of Earliest Transaction (Middle) 02/08/2021  4. If Amendment, Date Original File  (Zip)  Table I - Non-Der  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Dice, g., puts, calls, warrants, options  (Month/Day/Year)  Table II - Derivative Securities Acquired, Dice, g., puts, calls, warrants, options  (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Thermon Group Holdings, I  3. Date of Earliest Transaction (Middle)  (Instr. 8)  Code (Instr. 8)  Persont (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Dice, g., puts, calls, warrants, options (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	Thermon Group Holdings, Inc. [T]  3. Date of Earliest Transaction (Month/Da 02/08/2021  4. If Amendment, Date Original Filed(Mont 202/08/2021  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Execution Date, if (Instr. 8)  (Month/Day/Year)  Code V Amount Code (Instr. 8)  Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, conversion (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, conversion (Month/Day/Year)  And Deemed Execution Date, if (Instr. 8)  Transaction Code (Instr. 8)  Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, conversion (Month/Day/Year)  And Deemed Execution Date, if (Instr. 8)  Transaction (A) or (Instr. 8)  Code (Instr. 8)  Code (Instr. 8)  Fersons warrants, options, conversion (Month/Day/Year)  (Month/Day/Year)	Thermon Group Holdings, Inc. [THR]  3. Date of Earliest Transaction (Month/Day/Year)  02/08/2021  4. If Amendment, Date Original Filed(Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Instr. 8)  Code (Instr. 8)  (Instr. 3, 4 and 5)  Code (Instr. 8)  Persons who respor contained in this for the form displays a contained in this for the form displays a contained any (Month/Day/Year)  3. Transaction Code (Instr. 8)  Persons who respor contained in this for the form displays a contained in this for the form displays a contained and Execution Date, if any (Month/Day/Year)  3. Transaction Code (Instr. 8)  Persons who respor contained in this for the form displays a contained in this form the form displays a contained in this for the form display a contained in this form the form display a contained in th	Thermon Group Holdings, Inc. [THR]  3. Date of Earliest Transaction (Month/Day/Year)  02/08/2021  4. If Amendment, Date Original Filed(Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (A) or Disposed of (D) (Instr. 3, 4 and 5)  Code  V Amount (A) or (D) Price  Persons who respond to transaction in this form are the form displays a currer  Table II - Derivative Securities Acquired, Disposed of, or Beneficiall (e.g., puts, calls, warrants, options, convertible securities)  (a) 3A. Deemed Execution Date, if any (Month/Day/Year)  And Derivative Securities Acquired (A) or (Month/Day/Year)  And Expiration Date (Month/Day/Year)	Thermon Group Holdings, Inc. [THR]  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  7. Table I - Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  8. Amount (A) or Disposed of (D) (Instr. 3, 4 and 5)  9. O2/08/2021  P 902 A \$ 34,000  Persons who respond to the collect contained in this form are not requence the form displays a currently valid of the form displays a currently valid of the form displays a currently valid (Month/Day/Year)  Table II - Derivative Securities Acquired (E.g., puts, calls, warrants, options, convertible securities)  A. Deemed Execution Date, if Transaction (Month/Day/Year)  Persons who respond to the collect (Instr. 3)  Persons who respond to the collect (e.g., puts, calls, warrants, options, convertible securities)  6. Date Exercisable and Expercisable (Month/Day/Year)  7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Thermon Group Holdings, Inc. [THR]    X_Director Officer (give title below NAY, BUILDING	Thermon Group Holdings, Inc. [THR]  (Middle)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Following (Instr. 3, 4 and 5)  (Month/Day/Year)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Month/Day/Year)  (Month/Day/Year)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (Instr. 3 and 4)  (Instr. 3 and 4)  (Instr. 4)  (Instr. 5)  (Instr. 6)  (Instr. 6)  (Instr. 7)  (Instr. 8)  (Instr. 5)  (Instr. 5)  (Instr. 5)  (Instr. 5)  (Instr. 5)  (Instr. 6)  (Instr. 8)  (Instr. 5)  (Instr. 5)  (Instr. 6)  (Instr. 8)  (Instr. 5)  (Instr. 5)  (Instr. 6)  (Instr. 8)  (Instr. 8)  (Instr. 5)  (Instr. 5)  (Instr. 6)  (Instr. 8)  (Instr. 8)  (Instr. 8)  (Instr. 9)  (Instr	Thermon Group Holdings, Inc. [THR]    A   Director   10% Owner   1		

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
NESSER JOHN T III 7171 SOUTHWEST PARKWAY BUILDING 300, SUITE 200 AUSTIN, TX 78735	X					

# **Signatures**

/s/ Ryan Tarkington, Attorney-in-Fact	02/08/2021
**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.