

Thermon Group Holdings, Inc.
Form 8-K
August 02, 2016

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 27, 2016

THERMON GROUP HOLDINGS, INC.

(Exact name of Registrant as specified in its charter)

Delaware 001-35159 27-2228185
(State or Other Jurisdiction (Commission (IRS Employer
of Incorporation) File Number) Identification No.)

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

(512) 396-5801
(Registrant's 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 5.07. Submission of Matters to a Vote of Security Holders.

Three proposals were submitted to a vote of the stockholders of Thermon Group Holdings, Inc. (the "Company") at the Company's annual meeting of stockholders held on July 27, 2016 (the "2016 Annual Meeting") in Houston, Texas. A total of 30,597,596 shares of the Company's common stock were present in person or by proxy at the 2016 Annual Meeting, representing approximately 94.9% of the Company's common stock outstanding. The final results for each of the three proposals are set forth below. Percentages are based on the number of shares cast.

- (1) The following individuals were elected to serve on the Company's Board of Directors until the next annual meeting of stockholders:

DIRECTOR NOMINEE FOR	% FOR	WITHHELD	BROKER NON-VOTES	
Marcus J. George	28,743,343	97.2%	816,053	1,038,200
Richard E. Goodrich	28,845,923	97.6%	713,473	1,038,200
Kevin J. McGinty	28,845,923	97.6%	713,473	1,038,200
John T. Nesser, III	28,802,347	97.4%	757,049	1,038,200
Michael W. Press	28,467,977	96.3%	1,091,419	1,038,200
Stephen A. Snider	28,802,347	97.4%	757,049	1,038,200
Charles A. Sorrentino	28,700,007	97.1%	859,389	1,038,200
Bruce A. Thames	28,846,223	97.6%	713,173	1,038,200

- (2) The Company's stockholders ratified the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending March 31, 2017:

FOR	30,589,263	99.97%	FOR
AGAINST	7,301	0.02%	AGAINST
ABSTENTIONS	1,032	—	ABSTAIN
BROKER NON-VOTES —			

- (3) The Company's stockholders approved, on a non-binding advisory basis, the compensation of the Company's named executive officers as described in the proxy statement:

FOR	29,263,870	99.0%	FOR
AGAINST	277,408	0.9%	AGAINST
ABSTENTIONS	18,118	0.1%	ABSTAIN
BROKER NON-VOTES 1,038,200			

SIGNATURE

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

Date: August 2, 2016 THERMON GROUP
HOLDINGS, INC.

By: /s/ Jay
Peterson
Name: Jay
Peterson
Chief
Title: Financial
Officer