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Willdan Gro Form 4	up, Inc.											
March 29, 20)11											
FORM	14 UNITED	статгс	SECUD		ND FV(11 A 11	NCEO	COMMISSION	r	PPROVAL		
	UNITED	SIAILS		shington,			NGE (.01011011551010	OMB Number:	3235-0287		
Check th if no long	Ter								Expires:	January 31, 2005		
subject to STATEMENT OF CF				GES IN SECUR		CIA	LOW	NERSHIP OF	Estimated av			
Section 16. Form 4 or				SECUN	IIIL5				burden hou response	•		
Form 5 obligatio	n a 1						U	e Act of 1934,				
See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940												
1(b).	letion				1							
(Print or Type I	Responses)											
	Address of Reporting	Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer						
			Symbol Willdan	Group, I	nc. [WLI	ONI						
(Last)	(First) (N	Middle)		f Earliest Ti	_			(Chec	ck all applicabl	e)		
			(Month/D	-				Director _X_10% Owner Officer (give title Other (specify				
130 EAST CHESTNUT 03/28/2 STREET, SUITE 403				011				below) below)				
	(Street)		4. If Ame	ndment, Da	ate Original			6. Individual or Jo	oint/Group Fili	ng(Check		
Filed(Mor				onth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person				
COLUMBUS, OH 43215								Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tabl	e I - Non-E	Derivative S	Securi	ties Aco	uired, Disposed o	f. or Beneficia	llv Owned		
1.Title of	2. Transaction Date	2A. Deer		3.	4. Securit		-	5. Amount of	6.	7. Nature of		
Security (Instr. 3)	(Month/Day/Year)	Execution any	n Date, if	Transaction(A) or Dispose Code (Instr. 3, 4 and					Ownership Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership (Instr. 4)		
(Month/Day/Year)			Day/Year)	(Instr. 8)	× ,		,	Owned Following				
						(A)		Reported	(Instr. 4)	(111501. 4)		
				Code V	A	or	Duine	Transaction(s) (Instr. 3 and 4)				
Common				Code V	Amount	(D)	Price					
Stock, par	03/28/2011			S	850	D	\$ 4.5	788,837 <u>(1)</u>	D			
value \$0.01 per share												
Common										By		
Stock, par	03/28/2011			S	0	D	\$ 0	788,837 (2)	I	Phronesis		
value \$0.01 per share										Partners, L.P.		
Common												
Stock, par	03/29/2011			S	24,700	D	\$	764,137 <u>(1)</u>	D			
value \$0.01	0312712011			5	27,700	D	4.44	,1 <i>37 <u>(</u></i>	D			
per share												

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Common							By
Stock, par value \$0.01 03/29/2011	S	0	D	\$0	764,137 <u>(2)</u>	T	Phronesis
value \$0.01	5	U	D	ψΟ	/01,157	1	Partners,
per share							L.P.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Add	ress	Relationships							
	Director	10% Owner	Officer	Other					
PHRONESIS PARTNERS L 130 EAST CHESTNUT STR SUITE 403 COLUMBUS, OH 43215	-	Х							
Signatures									
/s/ James E. Wiggins III	03/29/2011								
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).

(1) These securities are owned by Phronesis Partners, L.P., which is a Reporting Person.

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(2) These securities may be deemed to be beneficially owned by James E. Wiggins, the general partner of Phronesis Partners, L.P.

Remarks:

The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest th

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.