Willdan Group, Inc. Form 3
January 21, 2011

## FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement Willdan Group, Inc. [WLDN] À PHRONESIS PARTNERS L (Month/Day/Year) P 09/21/2009 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 130 EAST CHESTNUT (Check all applicable) STREET. SUITE 403 (Street) 6. Individual or Joint/Group \_\_X\_\_ 10% Owner Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting Person COLUMBUS. OHÂ 43215 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock, par value \$0.01 per share  $721,723 \frac{(1)}{2}$ D Common Stock, par value \$0.01 per share  $721,723 \stackrel{(2)}{=}$ Ι By Phronesis Partners, L.P. Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

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

currently valid OMB control number.

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and 3. Title and Amount of (Instr. 4)

Expiration Date (Month/Day/Year)

(Month/Day/Year)

Expiration Date (Month/Day/Year)

Derivative Security

Ownership (Instr. 5)

6. Nature of Indirect Conversion or Exercise Form of (Instr. 5)

#### Edgar Filing: Willdan Group, Inc. - Form 3

(Instr. 4) Price of Derivative Derivative Security: Date **Expiration Title** Amount or Security Direct (D) Exercisable Number of or Indirect Shares (I) (Instr. 5)

#### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

PHRONESIS PARTNERS L P

130 EAST CHESTNUT STREET SUITE 403

COLUMBUS, OHÂ 43215

#### **Signatures**

/s/ James E.
Wiggins

\*\*Signature of Reporting Person

Date

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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.
- (2) These securities may be deemed to be beneficially owned by James E. Wiggins, the general partner of Phronesis Partners, L.P.

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#### **Remarks:**

The Reporting Person disclaims beneficial ownership of the reported securities except to the extent o 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.

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