

Edgar Filing: Willdan Group, Inc. - Form FWP

Willdan Group, Inc.  
Form FWP  
November 21, 2006

**Free Writing Prospectus  
Filed Pursuant to Rule 433  
Registration No. 333-136444**

**UNDERWRITING PRICING WIRE**

RE:  
2,900,000 SHARES  
WILLDAN GROUP, INC.  
COMMON STOCK

THE OFFERING WAS DECLARED EFFECTIVE BY THE SEC AT 1:00 PM (PST), NOVEMBER 20, 2006.

TERMS ARE AS FOLLOWS

OFFERING PRICE:	\$10.00
GROSS SPREAD:	\$0.70
MANAGEMENT FEE:	\$0.14
UNDERWRITING FEE:	\$0.14
SELLING CONCESSION:	\$0.42
REALLOWANCE:	\$0.10
TRADE DATE:	NOVEMBER 21, 2006
SETTLEMENT DATE:	NOVEMBER 27, 2006
DELIVERY:	WILL SETTLE DTC
NASDAQ TICKER SYMBOL:	WLDN
CUSIP NUMBER:	96924N 10 0

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, the underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling (213) 688-8080.