

Willdan Group, Inc.
Form 8-K/A
April 21, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K/A

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **April 14, 2015**

WILLDAN GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State of other jurisdiction
of incorporation)

001-33076
(Commission File Number)

14-1951112
(IRS Employer
Identification No.)

2401 East Katella Avenue, Suite 300, Anaheim, California 92806

(Address of Principal Executive Offices)

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Registrant's telephone number, including area code: **(800) 424-9144**

Not Applicable

(Former name or former address, if changed since last report)

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 14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Explanatory Note

This amendment to Willdan Group, Inc.'s Current Report on Form 8-K, originally filed with the Securities and Exchange Commission on April 17, 2015 (the "Original Filing"), is being filed solely for the purpose of including Ernst & Young's letter of concurrence stating that it agrees with the statements made in the Original Filing, which letter has been filed herewith as Exhibit 16.1. Except as described in this Explanatory Note, this Current Report on Form 8-K/A does not amend any other information set forth in the Original Filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

16.1 Letter from Ernst & Young LLP, dated April 20, 2015

99.1 Press Release of Willdan Group, Inc., dated April 17, 2015 (incorporated herein by reference to Exhibit 99.1 to Willdan Group Inc.'s Current Report on Form 8-K filed on April 17, 2015)

SIGNATURES

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

WILLDAN GROUP, INC.

Date: April 21, 2015

By:

/s/ Stacy B. McLaughlin
Stacy B. McLaughlin
Chief Financial Officer

EXHIBIT INDEX

| Exhibit No. | Document |
|--------------------|--|
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