

EXPONENT INC  
Form 4  
February 26, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 Person \*  
MALLADI SUBBAIAH V

(Last) (First) (Middle)  
149 COMMONWEATH DRIVE  
(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
EXPONENT INC [EXPO]

3. Date of Earliest Transaction (Month/Day/Year)  
02/22/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
Chief Technical Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/22/2007		S	6,500 D	\$ 18.45 14,913	D	
Common Stock	02/22/2007		S	2,200 D	\$ 18.42 12,713	D	
Common Stock	02/22/2007		S	300 D	\$ 18.41 12,413	D	
Common Stock	02/22/2007		S	11,000 D	\$ 18.4 1,413	D	
Common Stock	02/23/2007		M	4,590 A	\$ 6.99 6,003	D	

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Common Stock	02/23/2007	S	4,590	D	\$ 18.45	1,413	D
Common Stock	02/23/2007	M	5,410	A	\$ 6.99	6,823	D
Common Stock	02/23/2007	F	1,413	D	\$ 18.42	5,410	D
Common Stock	02/23/2007	M	15,000	A	\$ 6.3875	20,410	D

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

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(9-02)

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 6.3875	02/23/2007		M	15,000	<u>(1)</u> 02/07/2012	Common Stock	15,000
Incentive Stock Option (right to buy)	\$ 6.99	02/23/2007		M	5,410	<u>(1)</u> 02/06/2013	Common Stock	5,410
Non-Qualified Stock Option (right to buy)	\$ 6.99	02/23/2007		M	4,590	<u>(1)</u> 02/06/2013	Common Stock	4,590

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MALLADI SUBBAIAH V 149 COMMONWEATH DRIVE MENLO PARK, CA 94025			Chief Technical Officer	

## Signatures

By: Wendy Whitehouse For: Subbaiah V.  
Malladi

02/26/2007

\_\_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) The stock option becomes exercisable in four equal annual installments, commencing one year at the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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