GAULKE MICHAEL R

Form 4

February 14, 2007

FORM 4

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

OMB 3235-0287 Number:

burden hours per

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

OMB APPROVAL

Form 5 obligations may continue. See Instruction

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

0.5 response...

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * GAULKE MICHAEL R | 2. Issuer Name and Ticker or Trading Symbol EXPONENT INC [EXPO] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
|------------------------------------------------------------|-----------------------------------------------------------------|------------------------------------------------------------------------------------------------------|--|--|
| (Last) (First) (Middle) | 3. Date of Earliest Transaction | (Check all applicable) | | |
| 149 COMMONWEATH DRIVE | (Month/Day/Year) 02/13/2007 | _X_ Director 10% OwnerX_ Officer (give title Other (specify below) President & CEO | | |
| (Street) | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | |
| MENLO PARK, CA 94025 | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | |

| (City) | (State) | Zip) Table | e I - Non-D | erivative | Secur | ities Acqu | uired, Disposed of | f, or Beneficial | ly Owned |
|--------------------------------------|--------------------------------------|-------------------------------------------------------------|----------------------------------------|----------------------------------------|--------|-------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | 4. Securi on(A) or Di (Instr. 3, | (A) or | d of (D) | 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 Indirect Beneficial Ownership (Instr. 4) |
| Common Stock | 02/13/2007 | | S | 1,000 | ` / | \$ 17.32 | 183,937 | I | by Trust |
| Common Stock | 02/13/2007 | | S | 3,000 | D | \$ 17.34 | 180,937 | I | by Trust |
| Common Stock | 02/13/2007 | | S | 1,000 | D | \$ 17.35 | 179,937 | I | by Trust |
| Common Stock | 02/13/2007 | | S | 2,000 | D | \$ 17.38 | 177,937 | I | by Trust |
| Common Stock | 02/14/2007 | | S | 1,000 | D | \$ 17.29 | 176,937 | I | by Trust |

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Common 1,500 D \$ 17.31 175,437 I 02/14/2007 by Trust Stock

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exer | cisable and | 7. Title | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|--------------|-------------|-----------|----------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transact | iorNumber | Expiration D | ate | Amour | nt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | /Year) | Underl | ying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivativ | e | | Securit | ies | (Instr. 5) | Bene |
| | Derivative | | | | Securities | S | | (Instr. : | 3 and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | _ | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | A | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | or | | |
| | | | | | | Exercisable | Date | | Number | | |
| | | | | C 1 1 | (A) (D) | | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|-------------------------------------------------------------------|---------------|-----------|-----------------|-------|--|--|--|
| . 0 | Director | 10% Owner | Officer | Other | | | |
| GAULKE MICHAEL R 149 COMMONWEATH DRIVE MENLO PARK, CA 94025 | X | | President & CEO | | | | |

Signatures

By: Wendy Whitehouse For: Michael R.

Gaulke 02/14/2007

> **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).

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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