Edgar Filing: JOHNSTON PAUL R - Form 4

Form 4	N PAUL R										
August 18, 2	ЛЛ								OMB AF	PROVAL	
	S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					OMB Number:	3235-0287				
Check the if no lon subject the Section Form 4	nger STATE to STATE 16. or	NGES IN BENEFICIAL OWNER SECURITIES					Expires: Estimated a burden hou response	•			
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 19 Section 17(a) of the Public Utility Holding Company Act of 1935 or Security 30(h) of the Investment Company Act of 1940							1935 or Section	I			
(Print or Type	Responses)										
(Last) (First) (Middle) 149 COMMONWEATH DRIVE (Street)			Symbol EXPONENT INC [EXPO] 3. Date of Earliest Transaction (Month/Day/Year) 08/17/2017 4. If Amendment, Date Original				0	 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director 10% Owner _X_ Officer (give title 0ther (specify below) Chief Executive Officer 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
(City)	(State)	(Zip)	Tah	le I - Non-	Dorivativa	Socia		Person	or Bonoficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/		Date, if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5)				cquired (A) (D)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	08/17/2017			Code V M	Amount 5,000	or (D) A	Price \$ 24.135	(Instr. 3 and 4) 5 66,335	D		
Common Stock	08/17/2017			S	5,000	D	\$ 64.4071	61,335	D		

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

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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. Transactio Code (Instr. 8)	5. Number onof 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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shares
Non-Qualified Stock Option (right to buy)	\$ 24.135	08/17/2017		М	5,000	(1)	02/09/2022	Common Stock	5,00

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
JOHNSTON PAUL R 149 COMMONWEATH DRIVE MENLO PARK, CA 94025	Х		Chief Executive Officer				
Signatures							
By: Wendy Whitehouse For: Paul R. Johnston		08/18/2017					
**Signature of Reporting Person		Date					
Evolution of Deep							

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.

(2) Not applicable.

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.