

EXPONENT INC  
Form 8-K  
July 18, 2012

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

---

**FORM 8-K**

---

**CURRENT REPORT  
Pursuant to Section 13 OR 15(d) of  
The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) July 18, 2012**

---

**Exponent, Inc.**

(Exact name of registrant as specified in its charter)

---

**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-18655**  
(Commission File Number)

**770218904**  
(IRS Employer  
Identification No.)

**149 Commonwealth Drive**  
**Menlo Park, CA**  
(Address of principal executive offices)

**94025**  
(Zip Code)  
Registrant's telephone number, including area code **(650) 326-9400**

**NA**  
(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 (see General Instruction A.2. below):

- 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 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
- 

**Item 2.02. Results of Operations and Financial Condition.**

On July 18, 2012, Exponent, Inc. issued a press release announcing its financial results for the second quarter and six

months ended June 29, 2012. The press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

Exhibit 99.1. Press release dated July 18, 2012

---

**SIGNATURES**

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

Exponent, Inc.

By: /s/ RICHARD L. SCHLENKER

Richard L. Schlenker

*Chief Financial Officer*

Date: July 18, 2012