



Exponent, Inc.



EXPO NASDAQ

Business Support / Supplies

Market Capitalization USD:

\$564.17 mm

CONCERN LEVEL: LOW

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less. 
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Paul Johnston

Age: 58

CEO Since: 2009

	2009	2010	2011
Base Salary	\$507,017	\$525,013	\$543,764
Discretionary Bonus	\$288,000	\$390,000	\$450,000
Annual Cash Incentive	\$0	\$0	\$0
Benefits and Perquisites	\$0	\$0	\$0
TOTAL ANNUAL COMPENSATION	\$795,017	\$915,013	\$993,764
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$150,315	\$292,510	\$288,969
Stock Awards	\$384,000	\$384,000	\$520,000
TOTAL COMPENSATION	\$1,329,332	\$1,591,523	\$1,802,733
Median of Other Named Executive Officers Total Compensation	\$1,102,804	\$1,036,094	\$1,184,123
Value Realized on Exercise of Stock Option	\$0	\$3,167,612	\$0
Value Realized on Vesting of Stock	\$629,463	\$328,859	\$514,633
TOTAL REALIZED EQUITY COMPENSATION	\$629,463	\$3,496,471	\$514,633

Proxy Date: 19 Apr 2012

Annual Meeting Date: 31 May 2012

Equity Reserves: 22.63%

Stock Option Run Rate: 0.25%

Exponent, Inc.

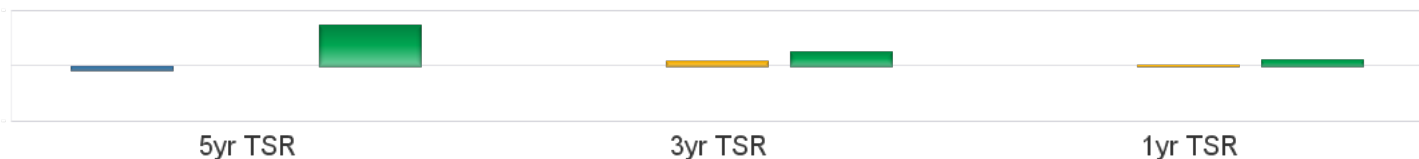
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Performance Comparison

■ S&P500 ■ Industry ■ EXPO



Peer Comparisons (TRBC) =Business Support / Supplies

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
EXPO	Exponent, Inc.	\$1,329,332	\$1,591,523	\$1,802,733	\$564,166,775
ACTG	Acacia Research Corporation	\$789,696	\$1,255,154	\$4,385,488	\$1,543,000,565
FCN	FTI Consulting, Inc.	\$3,851,456	\$3,592,007		\$1,529,647,758
WXS	Wright Express Corporation	\$2,901,346	\$4,239,654	\$2,668,455	\$1,469,943,734
BRC	Brady Corporation	\$1,831,916	\$3,957,797		\$1,395,047,923
WOOF	VCA Antech, Inc.	\$1,861,929	\$5,266,314	\$12,278,595	\$1,383,794,364
DFT	DuPont Fabros Technology, Inc.	\$2,050,529	\$3,002,250	\$3,204,295	\$1,229,551,068

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps.

Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Specific companies not disclosed.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Leslie G. Denend	Chairman	71	Male	3	Outside
John B. Shoven	Member	64	Male	5	Outside
Marv B. Cranston	Member	64	Female	2	Outside
Samuel H. Armacost	Member	73	Male	23	Outside Related
Stephen C. Riggins	Member	67	Male	9	Outside

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