

# **Exponent, Inc.**

## **Audit Committee Complaint Procedures**

**(as amended through December 17, 2021)**

Section 301 of the Sarbanes-Oxley Act of 2002 requires that Audit Committees establish procedures for the receipt, retention and treatment of complaints regarding financial reporting, accounting, internal accounting controls and auditing matters and for the confidential and anonymous submission of complaints from employees regarding questionable accounting or auditing matters. In order to fulfill such obligation and comply with all other applicable securities laws and regulations, accounting standards, accounting controls and audit practices, Exponent's Audit Committee has adopted the following procedures for the receipt, retention and treatment of complaints regarding financial reporting, accounting, internal accounting controls and auditing matters. Any employee of the Company may submit a good faith complaint regarding such matters without fear of dismissal or retaliation.

- Complaints regarding Exponent's financial reporting, accounting, internal accounting controls or auditing matters can either be reported directly to the Chief Executive Officer and/or the Chairperson of the Audit Committee, or submitted through Exponent's confidential and anonymous hotline administered by a third party.
- All complaints shall be documented and assigned an identifying number for tracking and confidentiality purposes.
- The Chairperson of the Audit Committee may convene such special meetings of the Committee as deemed necessary or advisable in the Chairperson's discretion to review complaints.
- The Audit Committee may delegate to one or more of its members or to an Exponent officer, the authority to investigate a complaint and to report to the Committee all relevant findings of fact, conclusions and proposed recommendations for disciplinary and/or remedial measures, if any.
- Any person to whom the responsibility for investigating a complaint is delegated shall have authority to retain advisors and independent counsel.
- The receipt of complaints, status of investigations and final reports on such activities shall be reviewed at each regular meeting of the Audit Committee.
- All complaints, investigations and final reports to or by the Audit Committee shall be confidential and the Audit Committee shall cause to be kept a written record of the receipt and treatment of all complaints for a period of at least seven years.
- The Audit Committee shall determine what disciplinary and/or remedial measures, if any, are required as a result of any investigation of a complaint and either shall take such steps

*Exponent, Inc.*  
*Audit Committee*  
*Complaint Procedures*

as are within its power and authority to implement or shall report its findings and recommendations to the Board of Directors. Whenever any such disciplinary and/or remedial measures are being implemented by the Audit Committee or the Board of Directors, the Audit Committee shall, in connection with its regular activities, monitor the progress of such implementation to ensure that such measures are adequate and effective.

- To the extent consistent with its obligation to maintain the confidentiality of all complaints and investigations, the Audit Committee may advise the person submitting a complaint of the status of its investigation and/or findings.
- To the extent the identity of an employee submitting a complaint is known, the Audit Committee shall make inquiry of senior management and satisfy itself that appropriate measures have been or will be taken to ensure that any disciplinary action by Exponent against such employee is appropriate and not in retaliation for submitting his or her complaint. Furthermore, the Company will not discharge, demote, suspend, threaten, harass or in any manner discriminate against any employee in the terms and conditions of employment based upon any lawful actions of such employee with respect to good faith reporting of complaints regarding accounting matters or otherwise as specified in Section 806 of the Sarbanes-Oxley Act of 2002.
- These procedures shall be reviewed at least annually by the Audit Committee to assess their adequacy and effectiveness.
- Nothing in this policy prohibits or restricts an employee from initiating communications directly with, or responding to an inquiry from, or providing information to, any self-regulatory organization or any other regulatory authority acting in a regulatory capacity, including the Securities and Exchange Commission and the Financial Industry Regulatory Authority.