SEC Form 3

FORM 3

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

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## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the octmont Company Act of 1940

			or Sectio	n 30(h) of t	he Investment Company Act of	1940			
1. Name and Address of Reporting Person <sup>*</sup> Fundamental Global Investors,			2. Date of Event Requiring Statement (Month/Day/Year)		3. Issuer Name and Ticker or Trading Symbol ITERIS, INC. [ITI]				
4201 CONGRE (Street) CHARLOTTE		(Middle) T, SUITE 140 28209 (Zip)	08/01/2016	· [	4. Relationship of Reporting Pe (Check all applicable) X Director Officer (give title below)	rson(s) to Issu 10% Own Other (spe below)	er 6. Ir ecify App	nth/Day/Year) ndividual or Joi licable Line) Form filed I Person	Date of Original Filed nt/Group Filing (Check by One Reporting by More than One Person
			Table I - Nor	-Derivati	ive Securities Beneficial	lv Owned			
1. Title of Security (Instr. 4)				2	. Amount of Securities eneficially Owned (Instr. 4)	3. Ownership 4.		. Nature of Indirect Beneficial Ownership Instr. 5)	
Common Stock, \$0.10 par value per share					164,523 <sup>(1)(2)</sup>	Ι	I Fundamental		bal Partners, LP
Common Stock, \$0.10 par value per share					376,422(1)(2)	I	I Fundamental Global Partners M Fund, LP		bal Partners Master
Common Stock, \$0.10 par value per share					1,778,149(1)(2)	Ι	REL	LM Wireless Corporation	
		(e.			e Securities Beneficially nts, options, convertible		s)		
1. Title of Derivative Security (Instr. 4) 2. Date Exerci Expiration Dat (Month/Day/Ye Date		te	e Underlying Derivative Sec		4. Conversion or	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
			Expiratior Date	n Title	Amount or Number of Shares	Exercise Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
1. Name and Addr Fundament		ting Person <sup>*</sup> I Investors, LLC	<u>.</u>						
(Last) 4201 CONGRE	(First) SS STREE	(Middle) T, SUITE 140	e)						
(Street) CHARLOTTE	NC	28209	)						
(City)	(State)	(Zip)							

1. Name and Address RELM WIRE		on*						
(Last) 7100 TECHNOLO	(First) DGY DRIVE	(Middle)						
(Street) WEST MELBOURNE	FL	32904						
(City)	(State)	(Zip)						
1. Name and Address Cerminara Ky		on <sup>*</sup>						
(Last)	(First)	(Middle)						
C/O FUNDAMENTAL GLOBAL INVESTORS, LLC 4201 CONGRESS STREET, SUITE 140								
(Street) CHARLOTTE	NC	28209						
(City)	(State)	(Zip)						
1. Name and Address Johnson Lew		on*						
		(Middle)						
Johnson Lew (Last)	(First)	(Middle) NVESTORS, LLC						
Johnson Lew (Last) C/O FUNDAMEN 4201 CONGRESS (Street)	(First)	(Middle) NVESTORS, LLC						
Johnson Lew (Last) C/O FUNDAMEN 4201 CONGRESS (Street)	(First) (TAL GLOBAL I S STREET, SUITI	(Middle) NVESTORS, LLC E 140						
Johnson Lew (Last) C/O FUNDAMEN 4201 CONGRESS (Street) CHARLOTTE	IS M (First) TAL GLOBAL I S STREET, SUITI NC (State) s of Reporting Person	(Middle) NVESTORS, LLC E 140 28209 (Zip)						
Johnson Lew (Last) C/O FUNDAMEN 4201 CONGRESS (Street) CHARLOTTE (City) 1. Name and Address MOGLIA JOS	IS M (First) TAL GLOBAL I S STREET, SUITI NC (State) s of Reporting Perso EPH H (First) TAL GLOBAL I	(Middle) NVESTORS, LLC E 140 28209 (Zip) on* (Middle) NVESTORS, LLC						
Johnson Lew (Last) C/O FUNDAMEN 4201 CONGRESS (Street) CHARLOTTE (City) 1. Name and Address MOGLIA JOS (Last) C/O FUNDAMEN	IS M (First) TAL GLOBAL I S STREET, SUITI NC (State) s of Reporting Perso EPH H (First) TAL GLOBAL I	(Middle) NVESTORS, LLC E 140 28209 (Zip) on* (Middle) NVESTORS, LLC						

## Explanation of Responses:

1. The Reporting Persons beneficially own in the aggregate 2,319,094 shares of Common Stock, which represents approximately 7.2% of the Company's outstanding shares of Common Stock. Mr. D. Kyle Cerninara serves on the Board of Directors of the Company. Fundamental Global Investors, LLC may be deemed to be a beneficial owner of the shares of Common Stock that are directly owned by Fundamental Global Partners, LP ("FGPP"), Fundamental Global Partners Master Fund, LP ("FGPM") and RELM Wireless Corporation ("RWC").

2. Due to their positions with Fundamental Global Investors, LLC and affiliated entities, Messrs. Cerminara, Lewis M. Johnson and Joseph H. Moglia may be deemed to be beneficial owners of the shares of Common Stock disclosed as directly owned by FGPP and FGPM. Due to their positions with RWC, Fundamental Global Investors, LLC and affiliated entities, Messrs. Cerminara and Johnson may be deemed to be a beneficial owners of the shares of Common Stock disclosed as directly owned by RWC. Each Reporting Person disclaims beneficial ownership of the shares referred to herein except to the extent of his or its pecuniary interest therein.

FUNDAMENTAL GLOBAL INVESTORS, LLC /s/ D. Kyle Cerminara, Chief Executive Officer, Partner and Manager	<u>08/03/2016</u>
<u>RELM WIRELESS CORP /s/</u> <u>William P. Kelly, EVP and</u> <u>Chief Financial Officer</u>	<u>08/03/2016</u>
/s/ D. Kyle Cerminara	08/03/2016

08/03/2016 08/03/2016

\*\* Signature of Reporting Person Date

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

 $^{\star}$  If the form is filed by more than one reporting person, see Instruction 5 (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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.