

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person* <u>SUBIN NEIL S</u> (Last) (First) (Middle) 3300 SOUTH DIXIE HIGHWAY SUITE 1-365 (Street) WEST PALM BEACH FL 33405 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ITERIS, INC. [ITI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 10/25/2018	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/25/2018		S		462	D	\$4.101 ⁽¹⁾	90,468 ⁽²⁾⁽³⁾	I	By Trust A-2 - Lloyd I. Miller
Common Stock	10/26/2018		S		1,933	D	\$4.0621 ⁽⁴⁾	88,535 ⁽²⁾⁽³⁾	I	By Trust A-2 - Lloyd I. Miller
Common Stock	10/25/2018		S		5,784	D	\$4.101 ⁽¹⁾	1,131,866 ⁽²⁾⁽³⁾	I	By LIM III - Trust A-4
Common Stock	10/26/2018		S		24,180	D	\$4.0621 ⁽⁴⁾	1,107,686 ⁽²⁾⁽³⁾	I	By LIM III - Trust A-4
Common Stock	10/25/2018		S		5,784	D	\$4.101 ⁽¹⁾	1,131,865 ⁽²⁾⁽³⁾	I	By MBM - Trust A-4
Common Stock	10/26/2018		S		24,180	D	\$4.0621 ⁽⁴⁾	1,107,685 ⁽²⁾⁽³⁾	I	By MBM - Trust A-4
Common Stock	10/25/2018		S		896	D	\$4.101 ⁽¹⁾	175,248 ⁽²⁾⁽³⁾	I	By Trust C - Lloyd I. Miller
Common Stock	10/26/2018		S		3,744	D	\$4.0621 ⁽⁴⁾	171,504 ⁽²⁾⁽³⁾	I	By Trust C - Lloyd I. Miller
Common Stock	10/25/2018		S		267	D	\$4.101 ⁽¹⁾	52,218 ⁽²⁾⁽³⁾	I	By Trust D - Lloyd I. Miller
Common Stock	10/26/2018		S		1,116	D	\$4.0621 ⁽⁴⁾	51,102 ⁽²⁾⁽³⁾	I	By Trust D - Lloyd I. Miller
Common Stock	10/25/2018		S		184	D	\$4.101 ⁽¹⁾	38,954 ⁽²⁾⁽³⁾	I	By Lloyd I. Miller, III Revocable Trust

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			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/26/2018		S		768	D	\$4.0621 ⁽⁴⁾	38,186 ⁽²⁾⁽³⁾	I	By Lloyd I. Miller, III Revocable Trust
Common Stock	10/25/2018		S		6,734	D	\$4.101 ⁽¹⁾	1,317,688 ⁽²⁾⁽³⁾	I	By Milfam II L.P.
Common Stock	10/26/2018		S		28,149	D	\$4.0621 ⁽⁴⁾	1,289,539 ⁽²⁾⁽³⁾	I	By Milfam II L.P.
Common Stock	10/25/2018		S		1,721	D	\$4.101 ⁽¹⁾	336,697 ⁽²⁾⁽³⁾	I	By Milfam I L.P.
Common Stock	10/26/2018		S		7,193	D	\$4.0621 ⁽⁴⁾	329,504 ⁽²⁾⁽³⁾	I	By Milfam I L.P.
Common Stock	10/25/2018		S		149	D	\$4.101 ⁽¹⁾	29,121 ⁽²⁾⁽³⁾	I	By LIMFAM LLC
Common Stock	10/26/2018		S		622	D	\$4.0621 ⁽⁴⁾	28,499 ⁽²⁾⁽³⁾	I	By LIMFAM LLC

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. Transaction Code (Instr. 8)		5. Number of 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 of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- The price in Column 4 is a weighted average price. The prices actually paid ranged from \$4.10 to \$4.105 per share. The reporting person will provide to the Issuer, any security holder of the Issuer, or the SEC staff, upon request, information regarding the number of shares purchased at each price within the range.
- Except for possessing voting and dispositive power, the reporting person disclaims any other beneficial ownership of, and specifically any pecuniary interest in, the securities reported herein. This filing is not, and shall not be deemed, an admission (and the reporting person expressly disclaims) that the reporting person is, for purposes of Rule 16a-1(a)(2) under Section 16 of the Securities Exchange Act of 1934, the beneficial owner of any equity securities covered by this filing.
- Mr. Neil Subin succeeded to the position of President and Manager of MILFAM LLC, which serves as manager, general partner, or investment advisor of a number of entities formerly managed or advised by the late Lloyd I. Miller, III. Mr. Subin also serves as trustee of a number of Miller family trusts.
- The price in Column 4 is a weighted average price. The prices actually paid ranged from \$4.00 to \$4.105 per share. The reporting person will provide to the Issuer, any security holder of the Issuer, or the SEC staff, upon request, information regarding the number of shares purchased at each price within the range.

Remarks:

/s/ Paul N. Silverstein
Attorney-in-fact
 ** Signature of Reporting Person Date 10/29/2018

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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