

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 Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0104  
Estimated average burden  
hours per response: 0.5

1. Name and Address of Reporting Person* <u>SUBIN NEIL S</u>  (Last) (First) (Middle) <u>3300 SOUTH DIXIE HIGHWAY</u> <u>SUITE 1-365</u>  (Street) <u>WEST PALM BEACH</u> <u>FL</u> <u>33405</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>01/12/2018</u>	3. Issuer Name and Ticker or Trading Symbol <u>ITERIS, INC. [ ITI ]</u>	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)	5. 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
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	100,000 <sup>(1)(2)</sup>	I	By Trust A-2 - Lloyd I. Miller
Common Stock	1,251,126 <sup>(1)(2)</sup>	I	By LIM III - Trust A-4
Common Stock	1,251,125 <sup>(1)(2)</sup>	I	By MBM - Trust A-4
Common Stock	193,714 <sup>(1)(2)</sup>	I	By Trust C - Lloyd I. Miller
Common Stock	57,720 <sup>(1)(2)</sup>	I	By Trust D - Lloyd I. Miller
Common Stock	42,743 <sup>(1)(2)</sup>	I	By Lloyd I. Miller, III Revocable Trust
Common Stock	1,456,523 <sup>(1)(2)</sup>	I	By Milfam II L.P.
Common Stock	372,175 <sup>(1)(2)</sup>	I	By Milfam I L.P.
Common Stock	32,190 <sup>(1)(2)</sup>	I	By LIMFAM LLC

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

1. 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.

2. Mr. Neil Subin has 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. There has been no acquisition transaction by the reporting person with respect to the securities reported herein within the meaning of Section 16 of the Securities Exchange Act.

Remarks:

/s/ Paul N. Silverstein  
Attorney-in-fact  
\*\* Signature of Reporting Person  
01/22/2018  
Date

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 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.