SEC Form 4	
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## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 AP	PROVAL
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	0.0

		n*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>ITERIS, INC.</u> [ ITI ]		tionship of Reporting all applicable) Director	n(s) to Issuer 10% Owner	
(Last) 3300 SOUTH D SUITE 1-365	(First) IXIE HIGHWAY	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/24/2018		Officer (give title below)		Other (specify below)
(Street) WEST PALM BEACH	FL	33405	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	idual or Joint/Group F Form filed by One F Form filed by More Person	Report	ing Person
(City)	(State)	(Zip)					

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

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)	Date, Transaction Code (Instr.		4. Securities Disposed Of 5)	Acquired (D) (Instr	l (A) or . 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock	10/24/2018		s		8	D	\$4.16	90,930 <sup>(1)(2)</sup>	I	By Trust A-2 - Lloyd I. Miller		
Common Stock	10/24/2018		s		101	D	\$4.16	1,137,650(1)(2)	I	By LIM III - Trust A-4		
Common Stock	10/24/2018		s		101	D	\$4.16	1,137,649(1)(2)	I	By MBM - Trust A- 4		
Common Stock	10/24/2018		s		16	D	\$4.16	176,144 <sup>(1)(2)</sup>	I	By Trust C - Lloyd I. Miller		
Common Stock	10/24/2018		s		5	D	\$4.16	52,485 <sup>(1)(2)</sup>	I	By Trust D - Lloyd I. Miller		
Common Stock	10/24/2018		s		3	D	\$4.16	39,138 <sup>(1)(2)</sup>	I	By Lloyd I. Miller, III Revocable Trust		
Common Stock	10/24/2018		s		115	D	\$4.16	1,324,422(1)(2)	I	By Milfam II L.P.		
Common Stock	10/24/2018		s		30	D	\$4.16	338,418 <sup>(1)(2)</sup>	I	By Milfam I L.P.		
Common Stock	10/24/2018		s		3	D	\$4.16	29,270 <sup>(1)(2)</sup>	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)

		Ta	ble II - Deriva (e.g., p					ired, Disp options,	onvertib		lor i	y Owned			
1. Title of Derivative Eseptantistion (Instr. 3) 1. Except for not, and shall	2. Conversion of Baspises Price of Desivative of basedopped	e <b>f</b> Month/Dav/Year)	3A. Deemed Execution Date, if any (Month/Day/Year) ower, the reporting person e	Code Transa Code ( 8) erson dise	<del>ction</del> Instr.	6A)Nu of Deriv Secu Acqu	ative	ExPatisEbler Expiration D (Month/Day/ ficial ownershi	te (ear)	Amour Securi	ties	8. Price of Derivative Security (Instr. 5) y Interest in, t	9. Number of derivative Securities Beneficially descriptions report Owned the Security	10. Ownership Form: Direct (D) The Indirect	11. Nature of Indirect Beneficial Ownership Instr 41 Act of 1934,
2. Mr. Neil Su	ubin succeeded I I. Miller, III. N	quity securities cove to the position of Pre	red by this filing. esident and Manager as trustee of a numb	of MILF.	AM LL	Dispo	ch serve ch serve s <b>3, 4</b>			_ and 4)			Reported	nerly managed	
Reminder: F	eport on a se	parate line for eact e than one reportir	1 class of securities 19 person, <i>see</i> Instr	benefic Code uction 4	ially ov V	vned d (A)	irectly (D)	o <b>Pate</b> irectly. Exercisable	At	torney	J. Silverst - <u>in-fact</u> t or entimenor of Shares	r <u>ein</u> ing Person	<u>10/25/201</u> Date	<u>8</u>	

\*\* 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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