

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>SUBIN NEIL S</u>	2. Issuer Name and Ticker or Trading Symbol <u>ITERIS, INC.</u> [ITI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/>
(Last) (First) (Middle) 3300 SOUTH DIXIE HIGHWAY SUITE 1-365	3. Date of Earliest Transaction (Month/Day/Year) 10/15/2018	
(Street) WEST PALM BEACH FL 33405 (City) (State) (Zip)	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 <input type="checkbox"/> 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	10/15/2018		S		491	D	\$4.412 ⁽¹⁾	95,036 ⁽²⁾⁽³⁾	I	By Trust A-2 - Lloyd I. Miller
Common Stock	10/15/2018		S		6,138	D	\$4.412 ⁽¹⁾	1,189,024 ⁽²⁾⁽³⁾	I	By LIM III - Trust A-4
Common Stock	10/15/2018		S		6,138	D	\$4.412 ⁽¹⁾	1,189,023 ⁽²⁾⁽³⁾	I	By MBM - Trust A-4
Common Stock	10/15/2018		S		950	D	\$4.412 ⁽¹⁾	184,100 ⁽²⁾⁽³⁾	I	By Trust C - Lloyd I. Miller
Common Stock	10/15/2018		S		283	D	\$4.412 ⁽¹⁾	54,855 ⁽²⁾⁽³⁾	I	By Trust D - Lloyd I. Miller
Common Stock	10/15/2018		S		195	D	\$4.412 ⁽¹⁾	40,770 ⁽²⁾⁽³⁾	I	By Lloyd I. Miller, III Revocable Trust
Common Stock	10/15/2018		S		7,144	D	\$4.412 ⁽¹⁾	1,384,228 ⁽²⁾⁽³⁾	I	By Milfam II L.P.
Common Stock	10/15/2018		S		1,826	D	\$4.412 ⁽¹⁾	353,701 ⁽²⁾⁽³⁾	I	By Milfam I L.P.
Common Stock	10/15/2018		S		158	D	\$4.412 ⁽¹⁾	30,592 ⁽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)
--	--	--------------------------------------	--	--------------------------------	--	--	---	--	--	---	--

