FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden
hours per response: 0.5

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

SUBIN NEIL S					ITERIS, INC. [ ITI ]							(Check all applicable)  Director X 10% Owner  Officer (give title Other (specify					
(Last) (First) (Middle) 3300 SOUTH DIXIE HIGHWAY SUITE 1-365					3. Date of Earliest Transaction (Month/Day/Year) 10/15/2018								er (give title w)		oelow)		
(Street) WEST PA	EST PALM EI 33405			_   4. l	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
(City)	(St		Zip)														
					e Securities A	_	ed, D				ially				_		
1. Title of Security (Instr. 3)			2. Transac Date (Month/Da		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		4. Securities Disposed Of	Acquired (A) or (D) (Instr. 3, 4 and 5)		d 5)	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	ect I	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	v	Amount	(A) or (D)	Price		Transac (Instr. 3	tion(s)		ľ	,msu. <del>4</del> ,	
Common Stock			10/15/	2018		S		491	D	\$4.41	1.412 <sup>(1)</sup>		)36 <sup>(2)(3)</sup>	I	]	By Trust A-2 - Lloyd I. Miller	
Common	Stock		10/15/	2018		S		6,138	D	\$4.41	.2 <sup>(1)</sup>	1,189	,024 <sup>(2)(3)</sup>	I		By LIM III - Trust A-4	
Common Stock			10/15/	2018		S		6,138	D	\$4.41	.2 <sup>(1)</sup>	1,189	,023 <sup>(2)(3)</sup>	I	-	By MBM - Trust A-	
Common Stock			10/15/	2018		S		950	D	\$4.41	.2 <sup>(1)</sup>	184,	100(2)(3)	I	- 1	By Trust C - Lloyd I. Miller	
Common	Stock		10/15/	2018		S		283	D	\$4.41	.2 <sup>(1)</sup>	54,8	355 <sup>(2)(3)</sup>	I		By Trust D - Lloyd I. Miller	
Common	Stock		10/15/	2018		S		195	D	\$4.41	.2 <sup>(1)</sup>	40,7	7 <b>70</b> <sup>(2)(3)</sup>	I	] ]	By Lloyd I. Miller, III Revocable Trust	
Common Stock			10/15/	2018		S		7,144	D	\$4.41	.2 <sup>(1)</sup>	1,384	,228 <sup>(2)(3)</sup>	I		By Milfam II L.P.	
Common Stock			10/15/	2018		S		1,826	D	\$4.41	2(1)	353,701(2)(3)		I		By Milfam I L.P.	
Common Stock 10/15/20			2018		S		158	D	\$4.41	.2 <sup>(1)</sup>	30,5	5 <mark>92<sup>(2)(3)</sup></mark>	I	]	By LIMFAM LLC		
		Ta			Securities Acc calls, warrant							Owned					
1. Title of Derivative Security (Instr. 3)	tive Conversion Date ty or Exercise (Month/Day/Year) if any			saction (Instr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expira (Mont	6. Date Exercisable and Expiration Date (Month/Day/Year)			and t of es ing ve / (Instr. 3	De Se (In	Derivative Security (Instr. 5) Beneficial Owned Following Reported	Following Reported Transaction	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	(D) irect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
		I	l												1		

		Ta	ble II - Deriva (e.g., p					ired, Disp options,	convertib		l or	r			
1. Title of	2. Conversion	3. Transaction	3A. Deemed Execution Date,	<b>€</b> ode Trans		6A)Nu	m <b>(10x)</b> r	6xDatisEbler Expiration D		7itīētle	aSolodares	8. Price of	9. Number of derivative	10. Ownership	11. Nature
(Instr. 3)	Price of the Lounny 4 is	e <b>(Month/Day/Year)</b> a weighted average p	if any (Month/Day/Year) rice. The prices actua	Code	ranged	Secu from \$	ative rities ired	(Month/Day/ \$4.49 per share	rear)	Securi Under Deriva		Security (Instr. 5) e to the Issuer	Securities Beneficially Buy Security hole Owned	Form: Direct (D) let of the Issue or Indirect	Beneficial Ownership (Instr. 4)
2. Except for not, and shall the beneficia	possessing vot l not be deemed l owner of any	ing and dispositive poly, an admission (and tequity securities cover		erson dis expressly	sclaims y disclai	aripispo im9f (Da (Instr and 5	esedene t the re . 3, 4	eficial ownershi porting person	p of, and spec is, for purpose	if <b>and 4)</b> es of Rul	e 16a-1(a)(2	y interest in, t ) under Section	h <b>Reported</b> s repo on <b>Transaction(s)</b> (Instr. 4)	ities Exchange	is filing is Act of 1934,
			esident and Manager as trustee of a numb					es as manager,	general partne	r, or inv	estment adv	isor of a numl	per of entities form	nerly managed	or advised by
Remarks	<b>‡</b> :		 	 	i	i		i	   /s/	Daul N	Amount N. Silvers	tein	 	 	

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

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.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).