



Investor Presentation

December 17, 2020

NASDAQ: ITI

Safe Harbor Statement

This presentation may contain “forward-looking statements” within the meaning of the federal securities laws, including the Private Securities Litigation Reform Act of 1995. Words such as “anticipates,” “expects,” “intends,” “goals,” “plans,” “believes,” “seeks,” “estimates,” “continues,” “may,” “will,” “would,” “should,” “could,” and variations of such words and similar expressions are intended to identify such forward-looking statements. These forward-looking statements may include the potential or anticipated growth relating to the total addressable market (TAM) or market opportunity, the development status and planned availability of new products and features, and guidance provided on future revenue, gross margins, and certain operating expenses. All statements that we make or incorporate by reference in the presentation, other than statements or characterizations of historical fact, are forward-looking statements and involved many risks and uncertainties that could cause actual results to differ materially from those expressed or implied in these forward-looking statements. It should be clearly understood that these forward-looking statements, and our assumptions about the factors that influence them, are based on the limited information available to management at the date of this presentation (unless an earlier date is indicated). Such information is subject to change, and we may not inform you when changes occur. We undertake no obligation to revise or update publicly any forward-looking statement to reflect future events or circumstances.

Forward-looking statements are not guarantees of future results and are subject to risks, uncertainties and assumptions that are difficult to predict. Therefore, our actual results could differ materially and adversely from those described in the statements you hear today as a result of various factors. For further information on Iteris, Inc., including additional risk factors that may affect our forward-looking statements that could contribute to such differences or otherwise affect our business, results of operations and financial condition is contained in our Annual Report on Form 10-K, our Quarterly Reports on Form 10-Q, our Current Reports on Form 8-K, and our other SEC filings that are available through the SEC’s website (www.sec.gov).

For additional financial and statistical information, including the information disclosed in accordance with SEC Regulation G, please see the Investors section of our website (www.iteris.com).

Non-GAAP Financial Measures: This presentation includes certain non-GAAP financial measures, such as adjusted EBITDA. To supplement our assessment of results prepared in accordance with GAAP, we use non-GAAP measures as defined by the Securities and Exchange Commission. For a reconciliation of such non-GAAP financial measures to the closest GAAP measure as well as why management believes these measures are useful, see “Non-GAAP Financial Measures” in the Appendix of this presentation.

AGENDA

1 Welcome and Introductions

2 Industry Outlook

3 Company Strategy

4 Strategic Initiatives

5 M&A Strategy

6 Financial Outlook

7 Closing Remarks

8 Questions & Answers



Welcome & Introductions

Iteris At-a-Glance

Iteris collects
& processes

500+
TB DATA
annually



monitor

350K
intersections

ATIS

14 SYSTEMS
GENERATING

1M

**TOUCHES
WEEKLY**

Iteris
developed
the connected
vehicle
architecture in

2012

- \$113M+ total (TTM) revenue⁽¹⁾⁽²⁾
- \$120M+ total (TTM) net bookings⁽¹⁾⁽²⁾
- Targeted investments in SaaS initiatives
- 380 Employees⁽²⁾
- 10,000+ Customers
- 180,000 Sensors Installed
- HQ: Santa Ana, CA
- NASDAQ: ITI

(1): As of 9/30/2020. This figure **excludes** the Ag and Weather Analytics segment, which was sold in May 2020

(2): Excludes TrafficCast, acquired in December 2020

Delivery Capabilities



Market leader in IoT segment for transportation infrastructure



Unique multi-disciplinary expertise



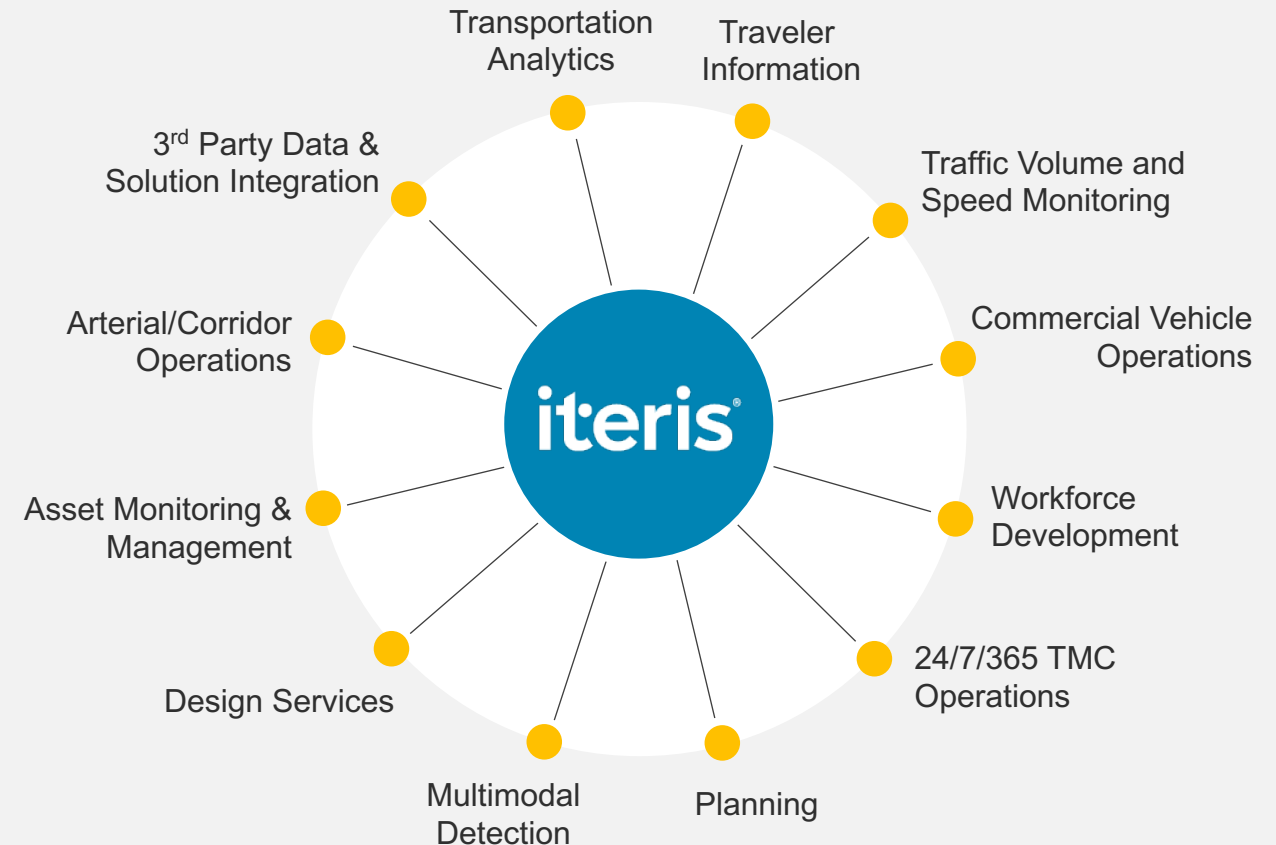
Demonstrated record of technical leadership



Expanding suite of data aggregation and analytics solutions



Trusted advisor to 20 countries; 50 state DOTs; 1,000s of counties & municipalities



Trusted Advisor to 1,000+ Customers

State Departments of Transportation					
Regional Transportation Agencies					
Local Municipalities					
Public Safety Agencies					
Transit Agencies					
Colleges & Universities					
International					

Introductions



Joe Bergera
President & CEO



Doug Groves
SVP & CFO



Todd Kreter
SVP & GM, Roadway
Sensors



Ramin Massoumi
SVP & GM, Transportation
Systems

Introductions (Cont'd)



P-A Rebeyrat
SVP, Marketing



Shailen Bhatt
President & CEO
Intelligent Transportation
Society of America



Industry Outlook

Shailen Bhatt

President and CEO, Intelligent
Transportation Society (ITS) of America

Mr. Bhatt's previous roles include:

- Executive Director for Colorado DoT
- Cabinet Secretary of Delaware DoT
- Associate Administrator of the Federal Highway Administration

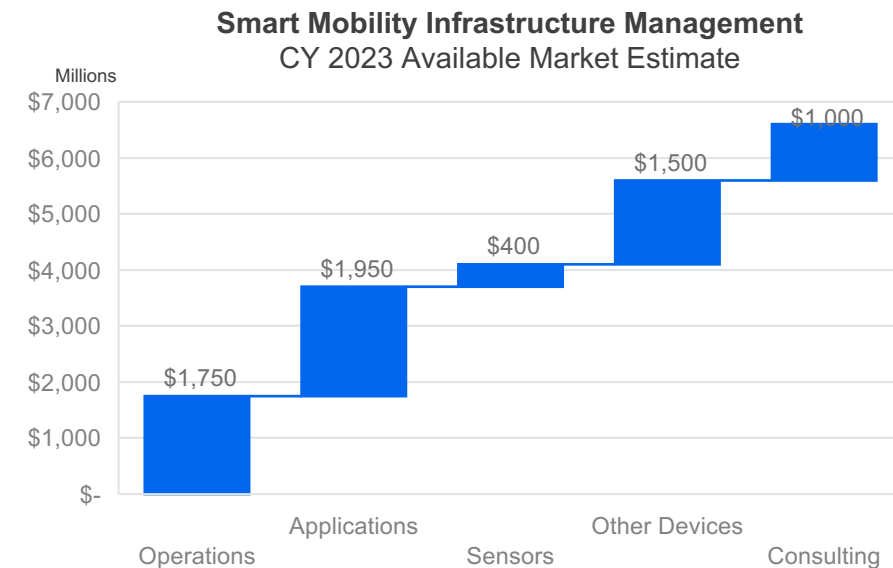
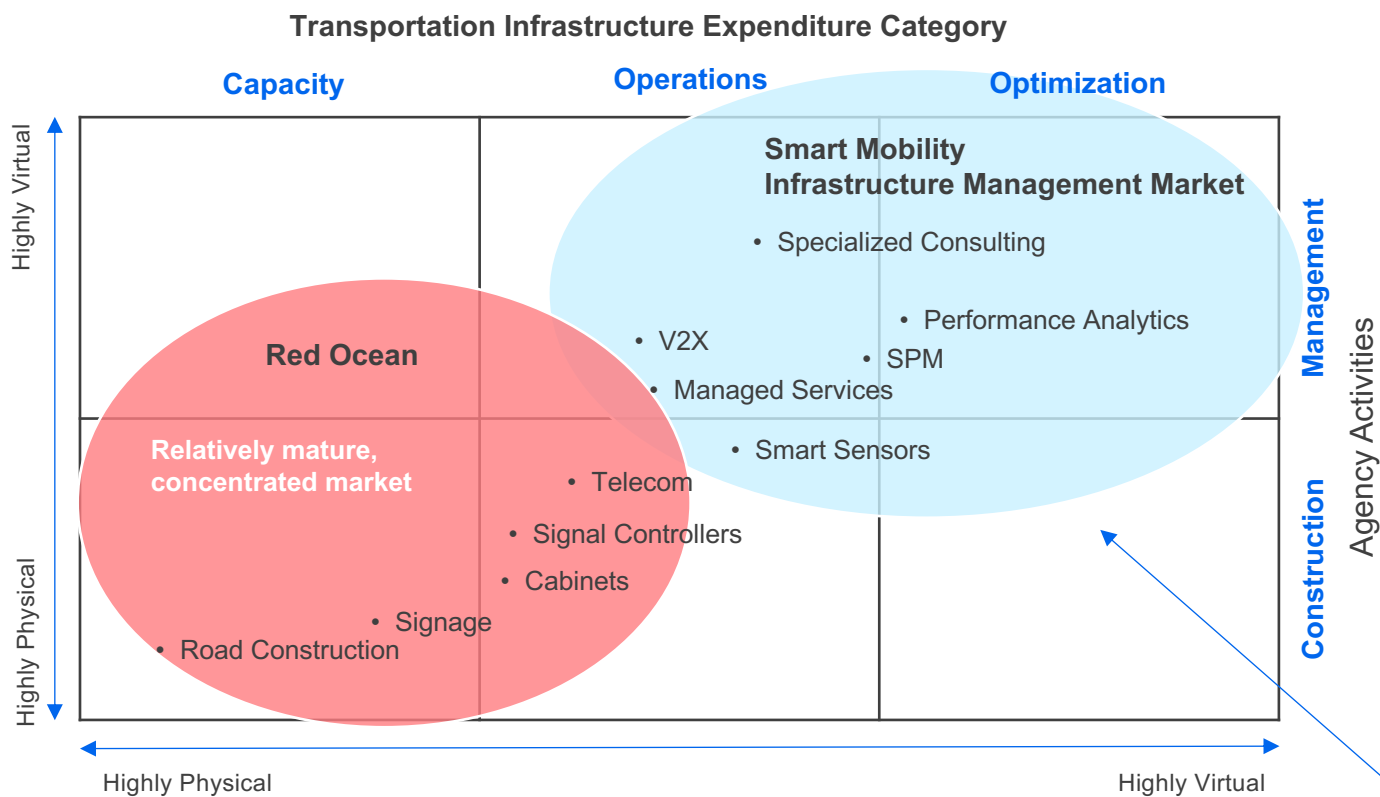


Company Strategy

Joe Bergera
President & CEO

Smart Mobility Infrastructure Management

The Market Opportunity



- Instrument road network with advanced technology
- Monitor road network performance
- Improve congestion, safety, and carbon emissions
- Reduce cost to operate road network
- Enable vehicle to infrastructure (V2X) integration

A fragmented \$6.5B market with the potential to convert more than 30% (or \$2.2B) to SaaS and other recurring revenue

Smart Mobility Infrastructure Management

Device Level View



- Video Detectors
- Radar Detectors
- Loop Detectors
- Traffic Controllers
- Bluetooth/WiFi Readers
- Roadside Units (RSUs)
- CCTVs
- Variable Message Signs
- Emergency Vehicle Preemption (EVP)
- Traffic Cabinets

Typically, a corridor is dependent on the performance of a highly heterogeneous portfolio of devices

Smart Mobility Infrastructure Management

Network Level View

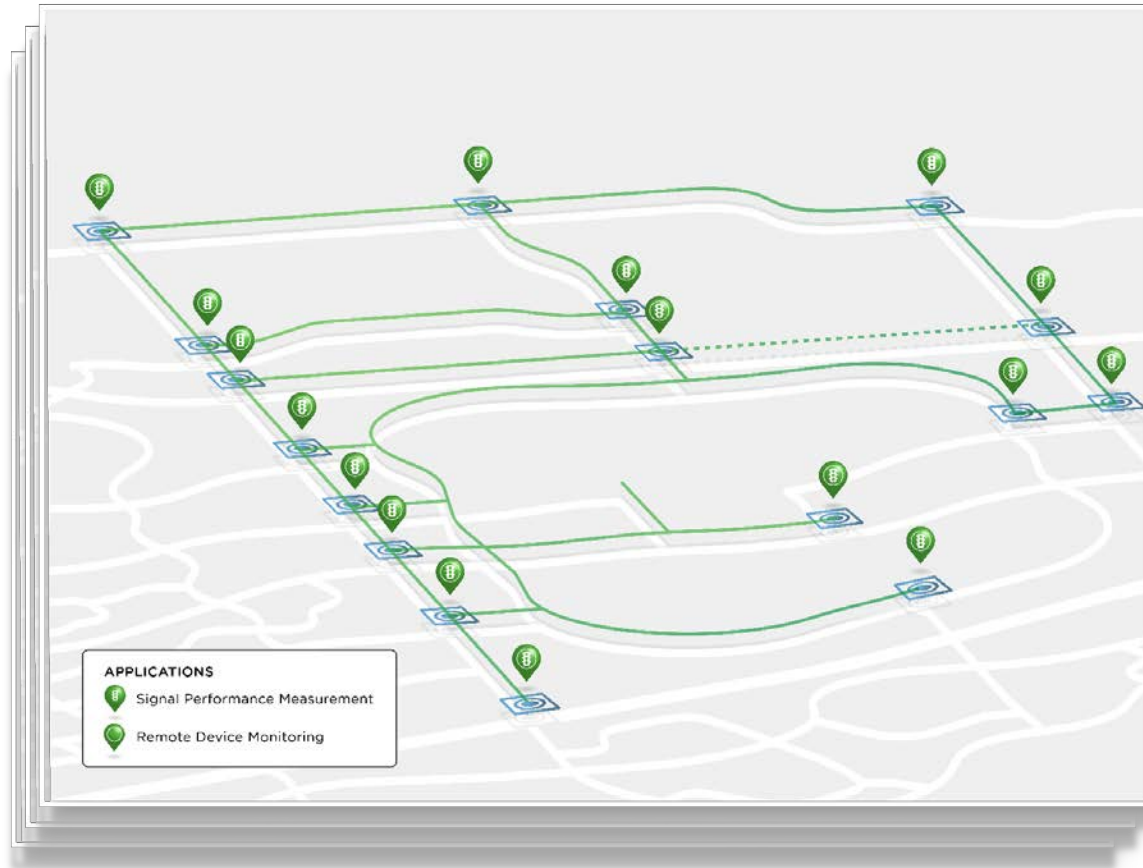


- Fiber-optic Communications
- Copper Interconnect
- WiFi Hotspots
- Ethernet Switches
- Routers
- Wireless Radios
- Cellular LTE / 5G modems

While this corridor has fiber-optic communications, most have limited communications infrastructure, resulting in stranded or orphaned data

Smart Mobility Infrastructure Management

Application Level View

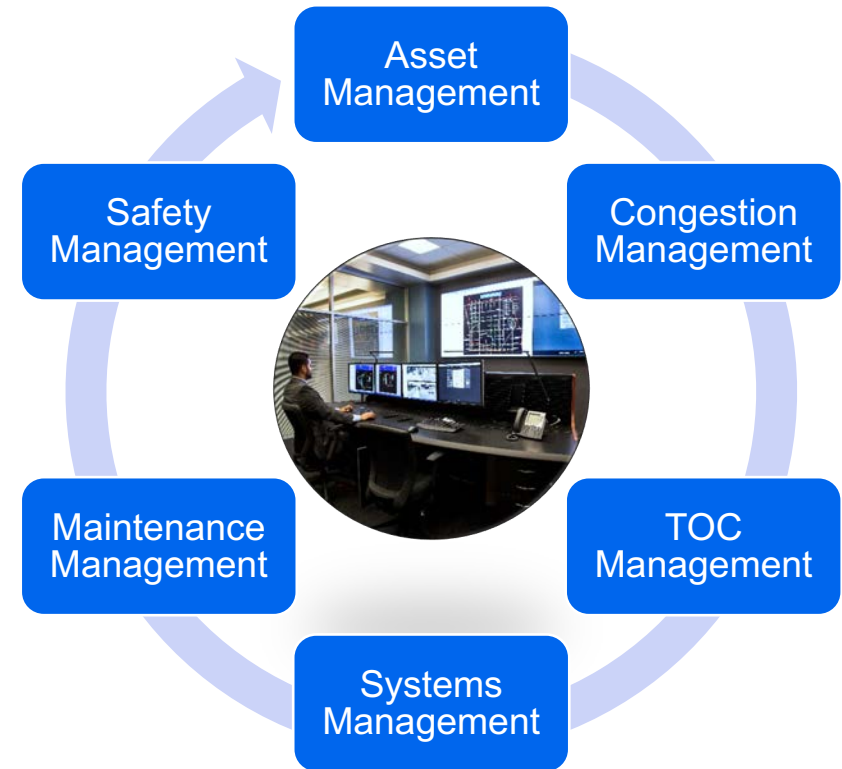
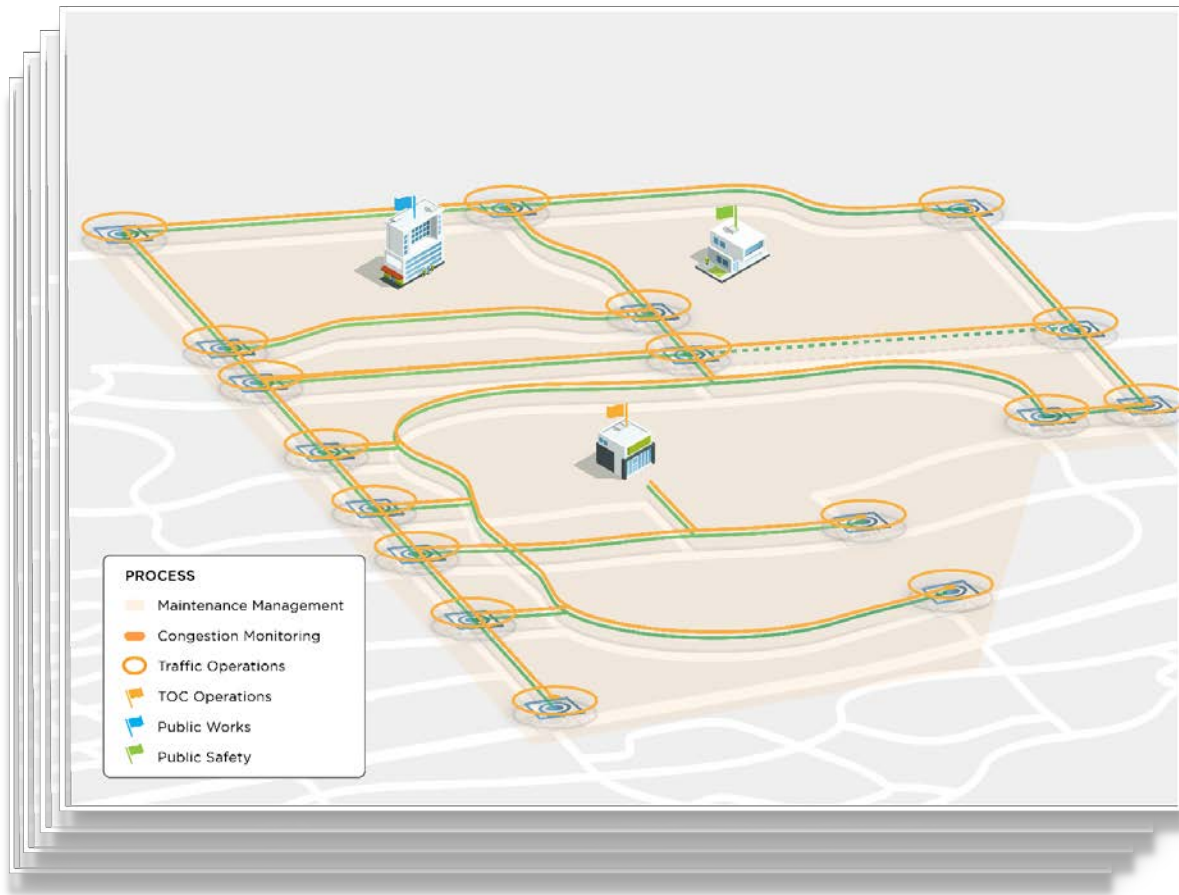


- Signal Performance Measures
- Mobility Performance Measures
- Remote Device Monitoring
- Network Monitoring
- Asset Management
- Advanced Traffic Management
- GIS
- Signal Timing Optimization
- Business Intelligence

Despite the proliferation of smart mobility infrastructure management software, most agencies operate with a limited or outdated portfolio of apps

Smart Mobility Infrastructure Management

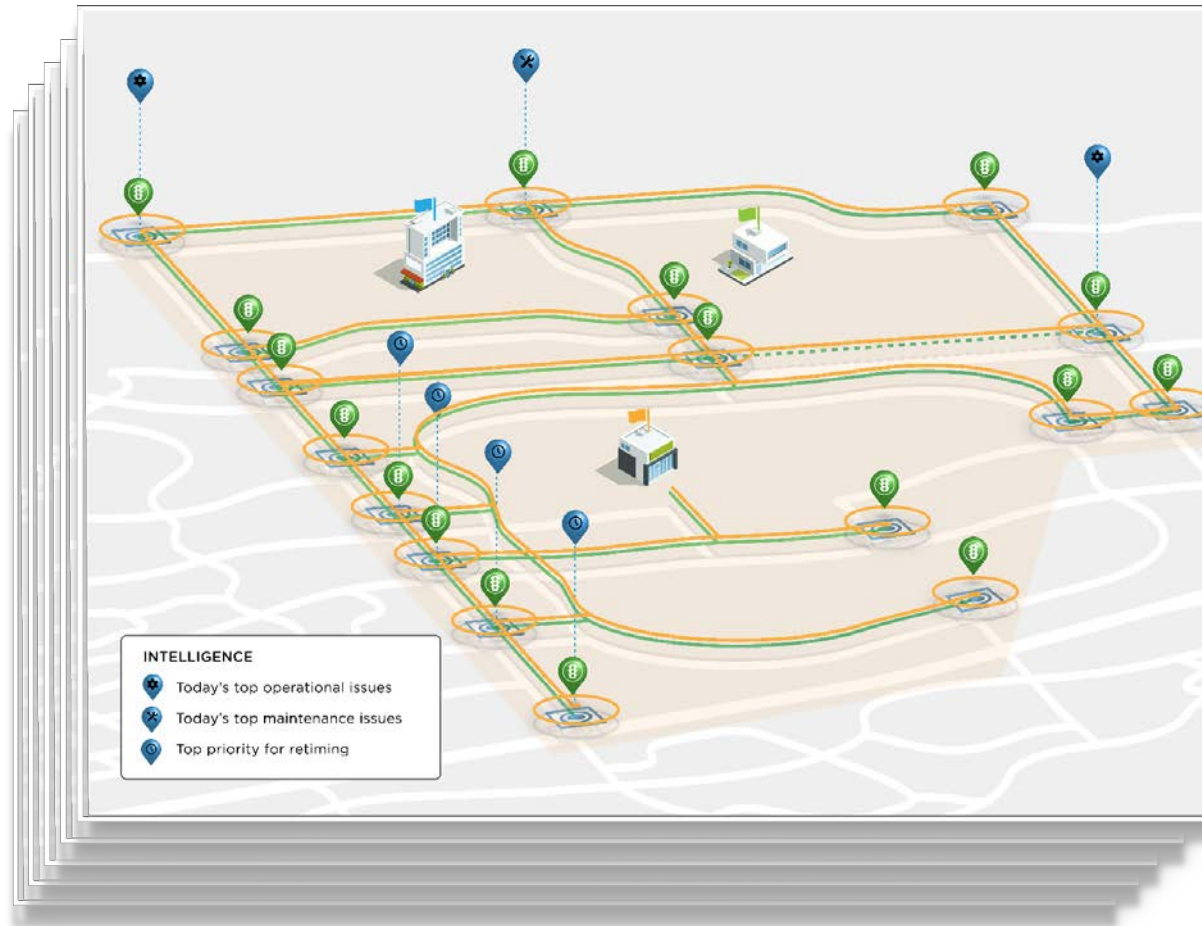
Process Level View



Whether managing intersections, arterials, or highways, public agency workflow centers around six standard processes

Smart Mobility Infrastructure Management

Intelligence Level View

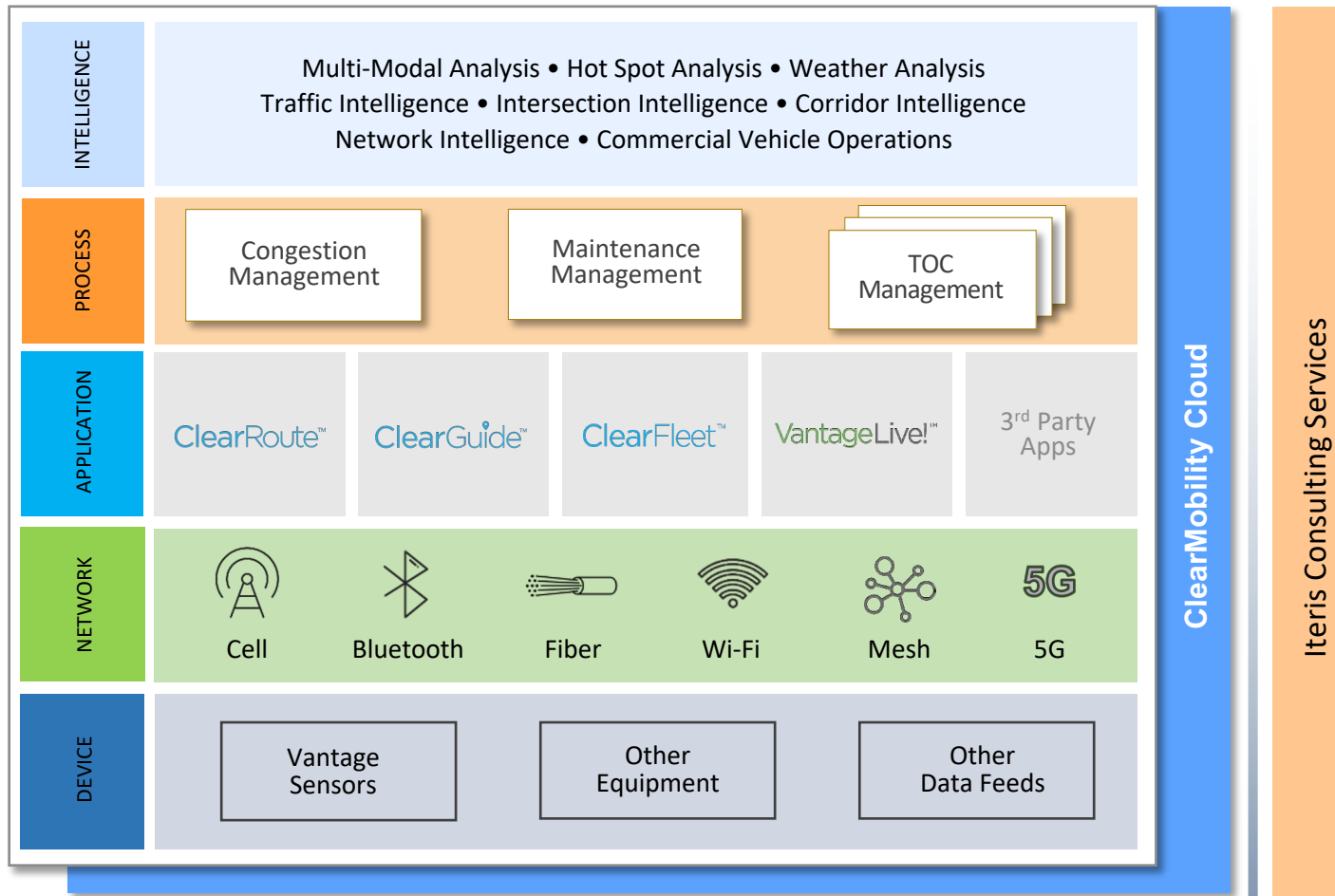


- Hot Spot Analysis
- Malfunctioning Detector
- Unusual Congestion
- Communication Down
- Crash Hotspots
- Preventative Maintenance
- Increase in Red Light Running
- Signal Retiming Needed
- Near-miss Identification
- Multi-modal Analysis

Due to increasing technology and operational complexity, public agencies require new forms of intelligence to fulfill their missions

Iteris Smart Mobility Platform – ClearMobility™

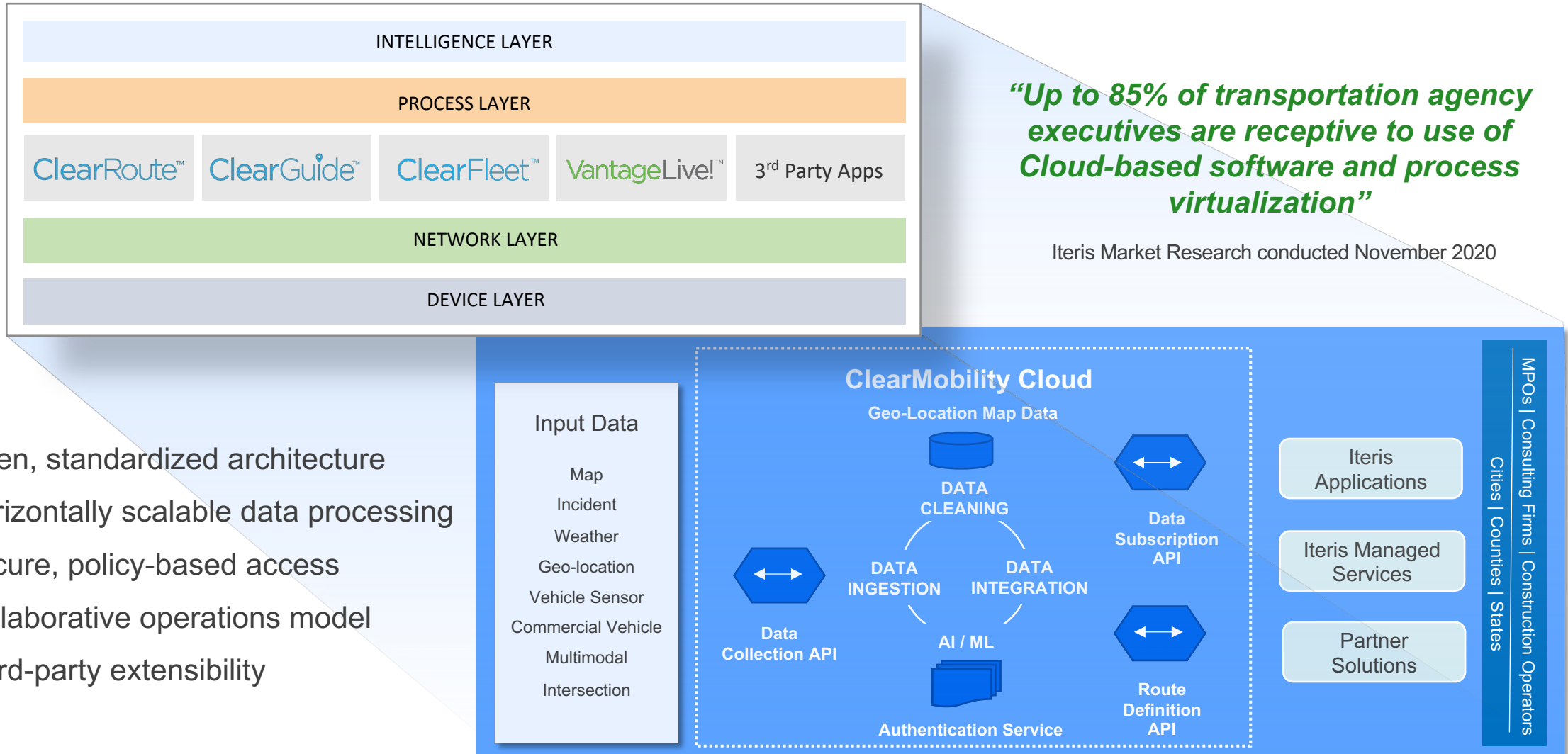
Most Complete Solution to Monitor, Visualize, and Optimize Mobility Infrastructure



- Best-of-breed solutions (that are industry's performance benchmark)
- Breadth of capability (based upon solution set, domain knowledge, ecosystem)
- Technology agnostic (i.e., optimized for heterogeneous environments)

ClearMobility™ Cloud

Cloud-Enabled End-to-End Management of Complex, Mobility Infrastructure



“Up to 85% of transportation agency executives are receptive to use of Cloud-based software and process virtualization”

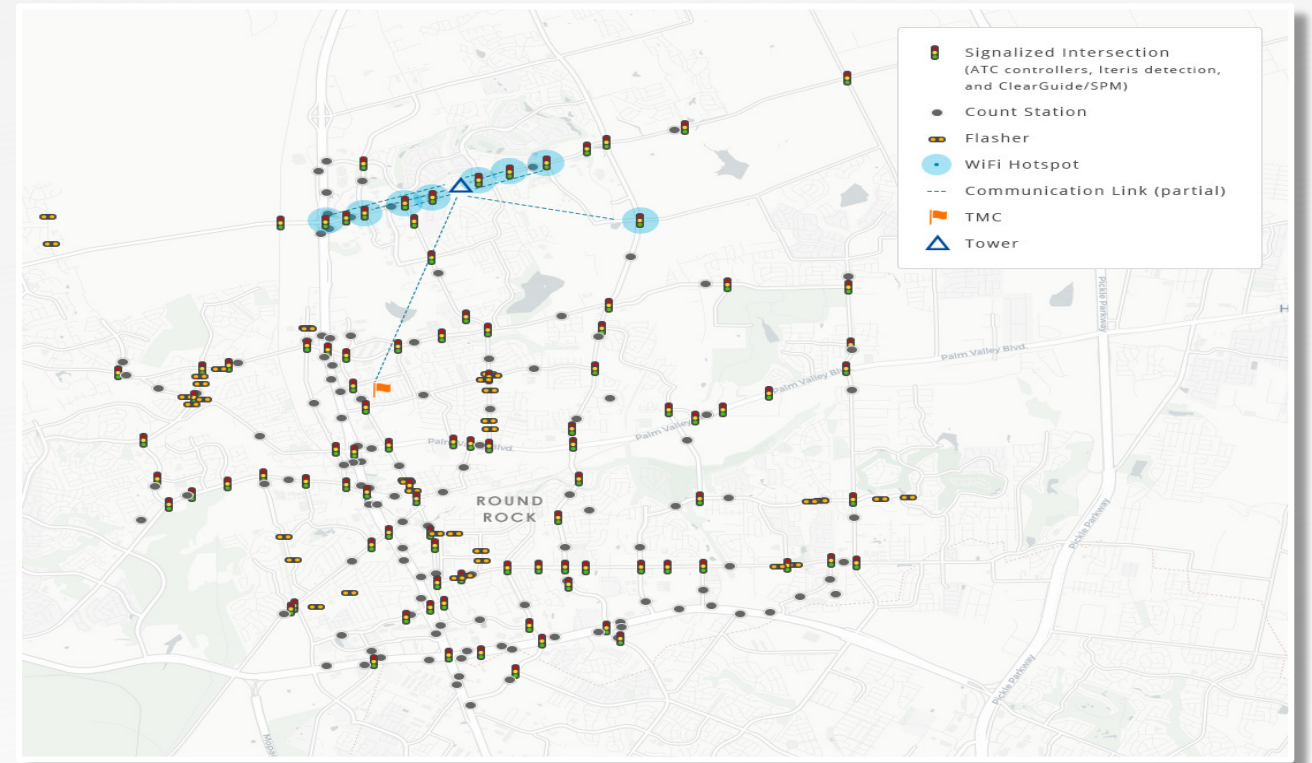
Iteris Market Research conducted November 2020

- Open, standardized architecture
- Horizontally scalable data processing
- Secure, policy-based access
- Collaborative operations model
- Third-party extensibility

Round Rock, TX

Population of 130,000

- Access to technical expertise
- Eliminate set-up and ongoing fixed costs
- Realize the benefits of scale economies
- Leverage continuous technology advances
- Increase operational agility



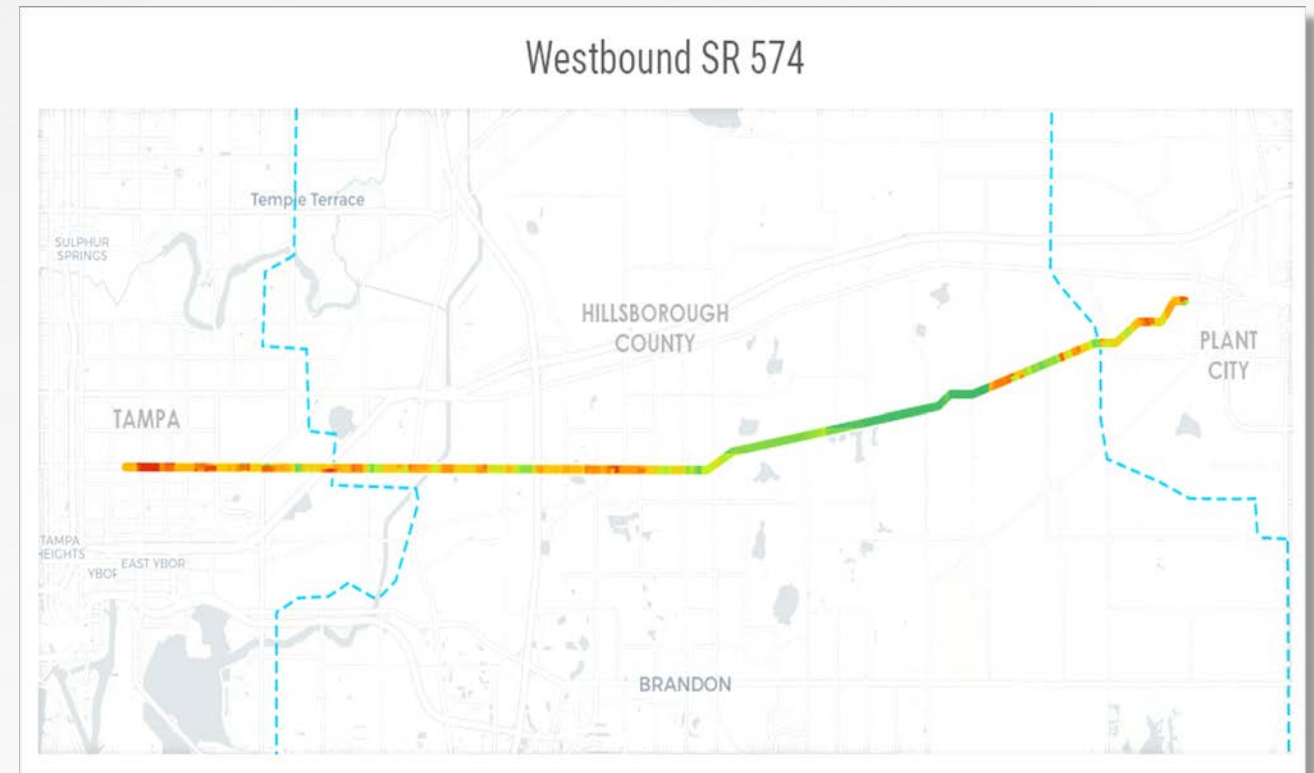
541 total intersections • 96 signalized intersections • 119 count stations • 36 traffic flashers
8 intersection WiFi hotspots • 4.4M daily vehicle miles traveled • 186,000 daily travelers
1,008 road miles • 2,263 lane miles

Over 1,500 small to medium-sized cities face the challenge of managing complex, heterogeneous technology environments 24x7

Tampa Bay Metropolitan Area

Population of 1,472,000

- Optimize road network across agency boundaries
- Share cost structure among agencies
- Retire legacy IT architecture constraints
- Increase operational agility
- Capture new funding sources



128 unique agencies (entities) • 22,592 intersections • 1,160 signalized intersections • 5,394 road miles
2.0 million daily travelers • 40.4 daily vehicle miles • 3 traffic operations centers

Large metropolitan areas face the additional complexity of managing legacy IT architectures across artificial interagency silos

Iteris Process Virtualization Offers

		Intersection-as-a-Service	Arterial-as-a-Service	Highway-as-a-Service
Smart Mobility Infrastructure Management Processes	Asset Management	ClearGuide™ SPM	iteris Asset Management	iteris Asset Management
	TOC Management	Not applicable	ClearGuide™ APM iteris TOC Best Practices	ClearGuide™ HPM ClearRoute™ iteris TOC Best Practices
	Safety Management	ClearGuide™ SPM iteris Near Miss iteris Vision Zero Safety Solutions Vantage Vector™ iteris TOC Best Practices	ClearGuide™ SPM ClearGuide™ APM iteris Vision Zero Safety Solutions iteris TOC Best Practices	ClearGuide™ HPM ClearRoute™ iteris NOC iteris TOC Best Practices
	Maintenance Management	ClearGuide™ SPM VantageCare™	ClearGuide™ SPM VantageCare™	iteris NOC
	Systems Management	ClearGuide™ SPM VantageCare™	ClearGuide™ SPM VantageCare™	ClearGuide™ HPM iteris NOC iteris TOC Best Practices
	Congestion Management	ClearGuide™ SPM VantageLive!™	ClearGuide™ SPM ClearGuide™ APM VantageLive!™	ClearGuide™ HPM

Iteris is uniquely able to seamlessly bundle market leading SaaS solutions and operations expertise to deliver process virtualization

Annual Recurring Revenue Drivers

Iteris Process Virtualization Factors

	Intersection-as-a-Service	Arterial-as-a-Service	Highway-as-a-Service
Agencies	~3,000	~3,000	~75
Units	Total = ~1.7M Signalized = ~400K	~2.8M road miles	~230K road miles
Accelerator	Daily multi-modal travelers	Vehicle miles traveled	Vehicle miles traveled

As agencies adopt Smart Mobility Infrastructure Management process virtualization, well-understood factors will drive ITI's annual recurring revenue growth

\$2.2B Annual Recurring Revenue Opportunity

(\$)
Annual Subscription

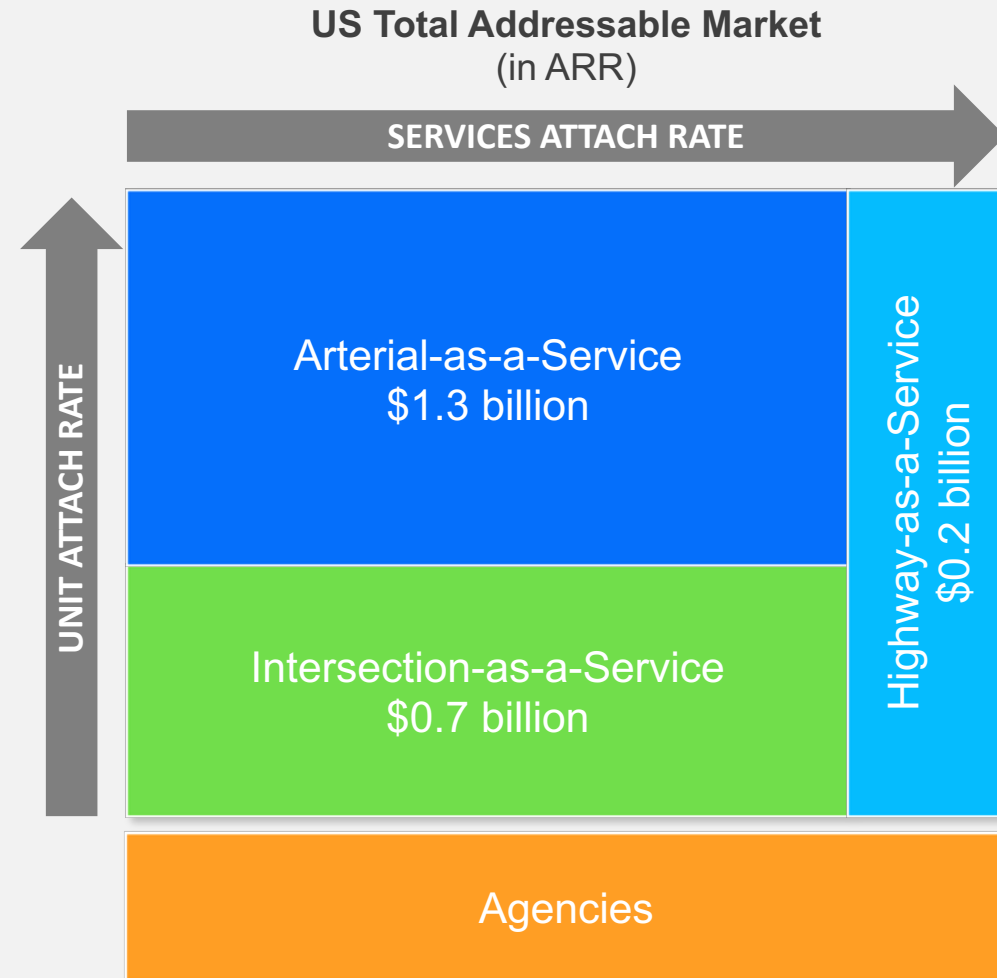
X

(%)
Accelerator

X























(#)
Units

Annual Recurring Revenue



Competitive Environment – North America

No competitor is able to match the breadth and complementarity of our offering

CATEGORY	Iteris	Control & Operational Assets/Hardware <i>(Econolite, McCain, Siemens, Wavetronix, Cubic, Flir)</i>	Control & Operational Software <i>(Econolite, Parsons, Siemens, Kimley-Horn, Transcore, Start-ups)</i>	Data Analytics and Visualization <i>(Streetlight Data, TraffOp, INRIX, HERE, No Traffic, TrafficWare, Universities)</i>	A&E and ITS Consulting <i>(Kimley-Horn, Parsons, HNTB, HDR, AECOM, IBI, Fehr & Peers, Local firms)</i>
Multimodal Detection - Intersections					
Multimodal Detection - Arterials					
Arterial/Corridor Operations					
ITS Asset Monitoring & Management					
Transportation Analytics SaaS					
Commercial Vehicle Operations					
Planning, Design and Integration Services					
Traveler Information System SaaS					
24/7/365 TMC Operations					



Comprehensive set of solutions



Limited/Partial set of solutions

Due to market's favorable secular trends, we expect and are prepared for a new generation of market participants to emerge

Summary

- Smart Mobility Infrastructure Management is a fragmented \$6.5B market characterized by favorable secular trends
 - Sustainability, Mobility, and Connected & Autonomous Vehicles
- Target customers, who value cloud software and process virtualization, are expected to shift up to 30% (or \$2.2B) of the \$6.5B market to ARR
- ITI has unique combination of market access, domain expertise, and intellectual property to capture this opportunity
- ClearMobility™ Platform is the most complete set of best-of-breed solutions (or components) to address the \$6.5B market opportunity AND
- ClearMobility™ Cloud enables target customers to consume platform components as cloud software or process virtualization offers to maximize ITI's share of ARR

ITI's business model is inherently flexible, collaborative and scalable to drive sustained market share growth, superior customer loyalty and long-term shareholder value



Strategic Initiatives

Enabling Connected Vehicles

Todd Kreter

SVP & GM, Roadway Sensors

The Connected Vehicle Imperative

NHTSA: connected vehicle technology could potentially address 80% of all unimpaired crash scenarios

The annual societal cost of traffic crashes is \$299.5 billion, more than three times the \$97.7 billion cost of congestion.

Source: AAA's "Crashes vs. Congestion – What's the Cost to Society?"



Iteris' Rich History of Connected Vehicle Involvement



511 and Transit Systems



National Standards
Setting: **ARC-IT**



Connected Vehicle
Test Beds



Connected Vehicle
Demonstrations



Connected / Automated Vehicles
Traveler Alert Systems



Connected Vehicle
Work Zone Deployment

Market Positioning

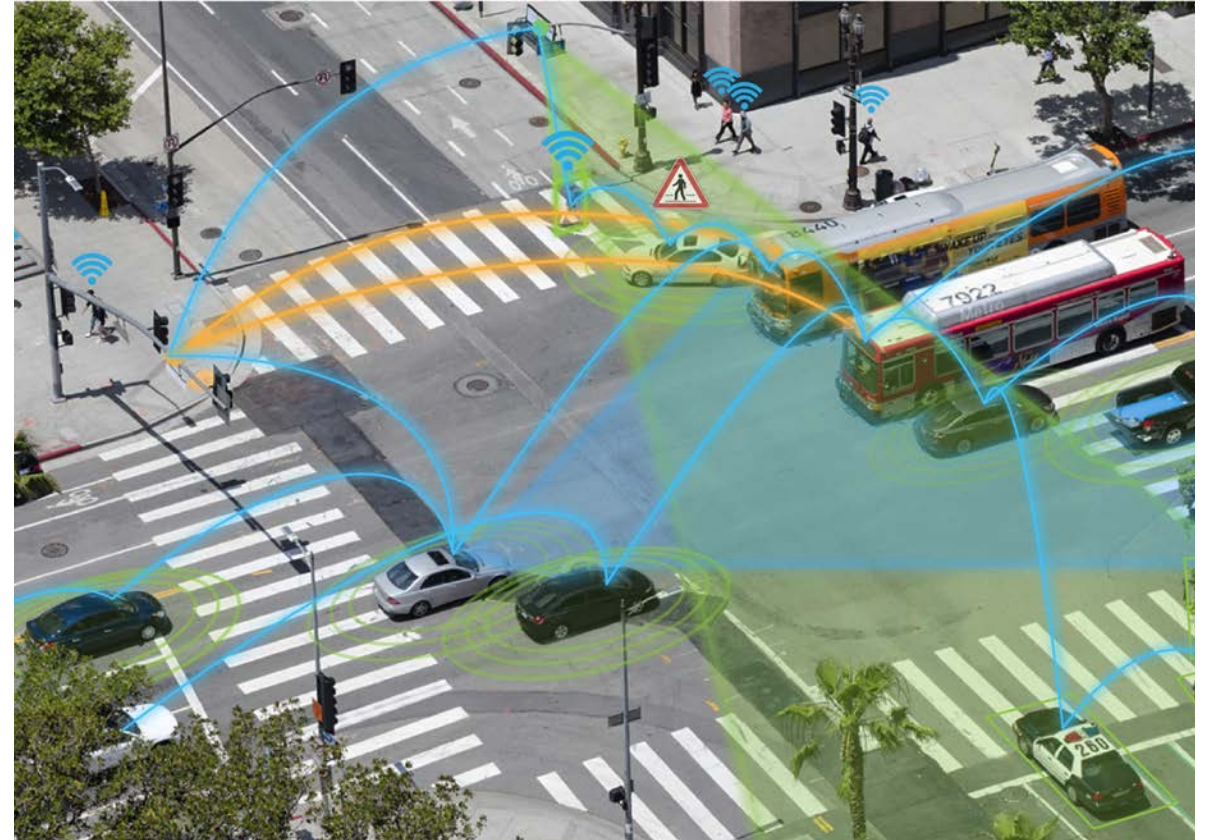
- Trusted advisor to thousands of agencies that control the nation's roadway network
- Unique competence in data analytics and applied artificial intelligence for transportation
- Deep expertise related to vehicle to transportation infrastructure communications



Recognized for our expertise, Iteris is well positioned in the vehicle to infrastructure (or V2X) market

Intelligent Intersections

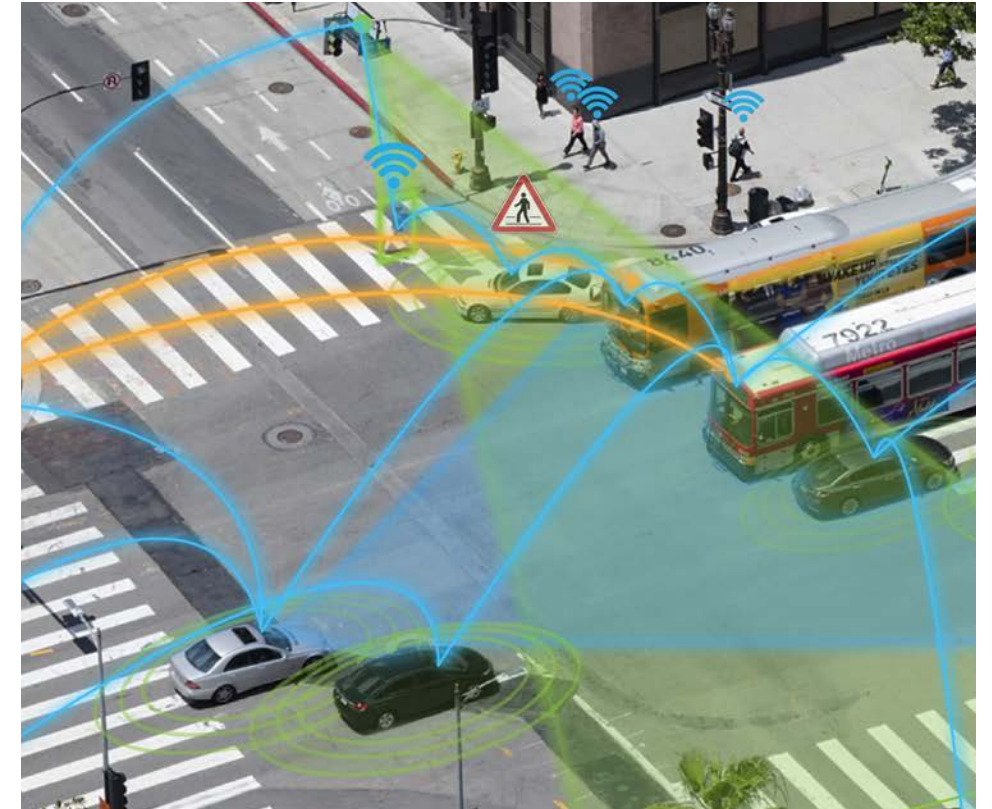
- Smart Sensors – Radar, Video
- Communications – Cell, Broadband, Fiber
- Connected Vehicle RSU
- Mobility Analytics
- Performance Measures
- Visualizations
- Diagnostics



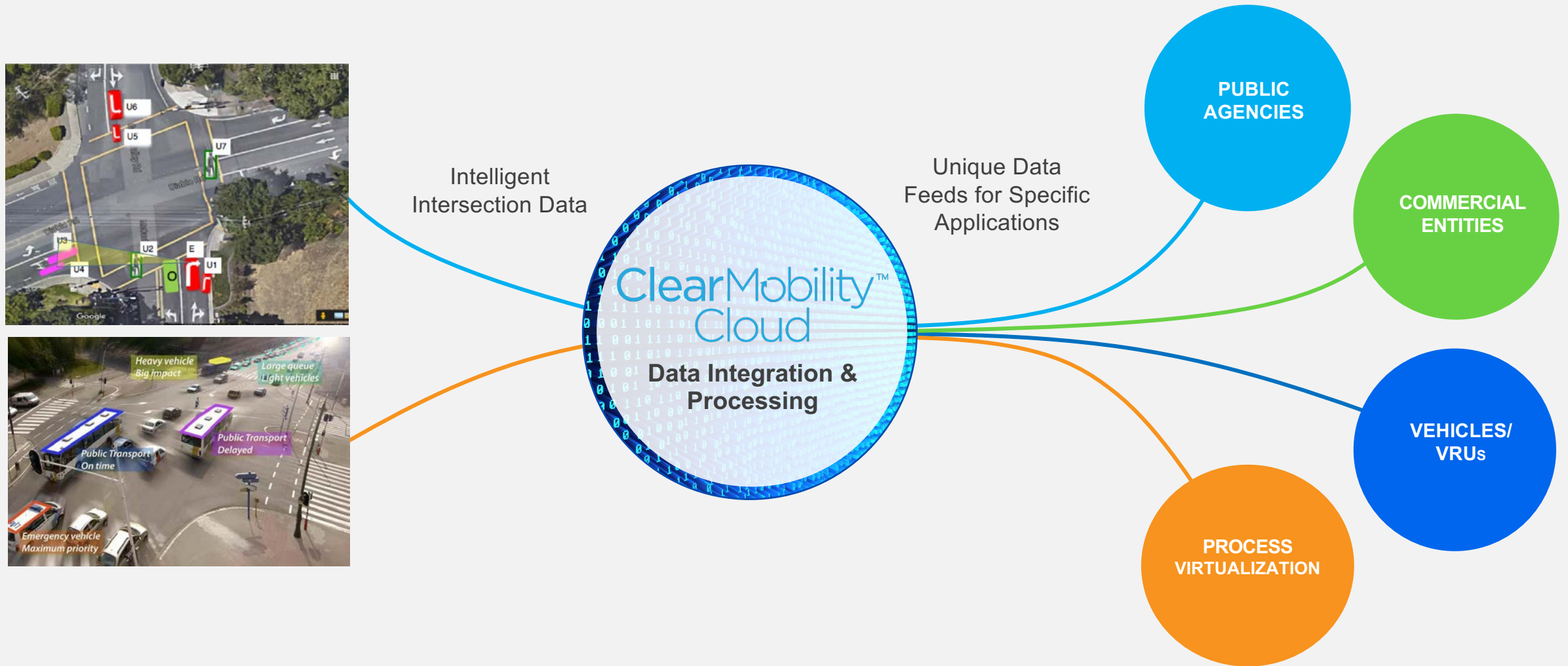
Iteris is developing systems to create complete ‘environmental models’ of the intersection

Intelligent Intersection Benefits

Impact Area	Benefit Description
Safety	<ul style="list-style-type: none">• Intersection risk assessment via vehicle near-miss analysis• Pedestrian and bicycle vulnerability identification• Approach and movement speed analysis
Mobility	<ul style="list-style-type: none">• Analysis of traffic flow characteristics• Congestion identification• Real-time visualization of coordination
AV	<ul style="list-style-type: none">• Contextual information for improved vehicle behavior through intersections



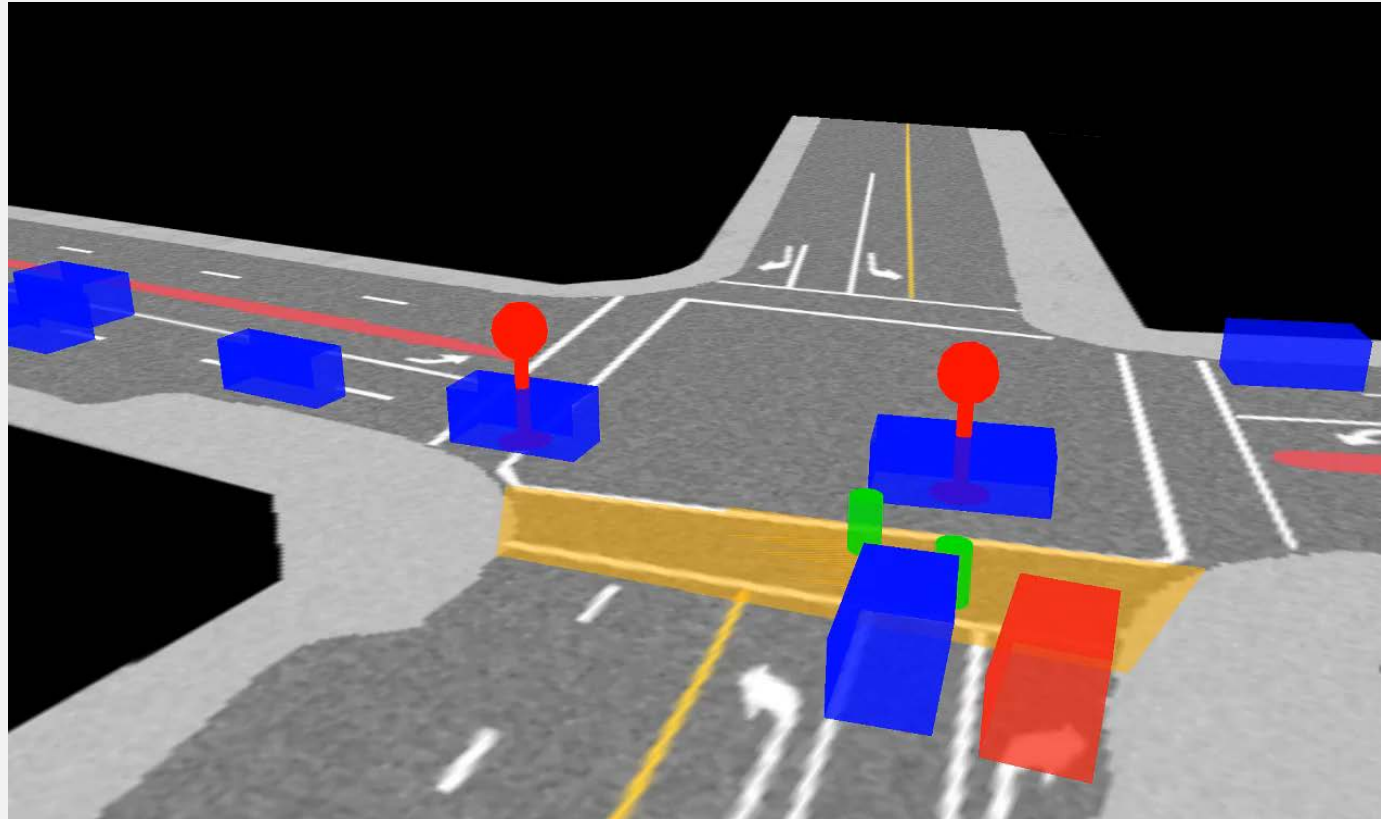
The Intelligent Intersection Ecosystem



Intelligent Intersections

The environmental model in action

Digital Twin Representation



Near-term Applications

Impact Area	Benefit Description
Vulnerable Road Users	<ul style="list-style-type: none">Alert pedestrians regarding the approach of traffic near crosswalksProvide information to cyclists regarding safe travel
Motorists	<ul style="list-style-type: none">Alert drivers to presence of pedestrian activity in crosswalksProvide alerts regarding dangerous conditions (e.g., work zones)



Summary

- CV market continues a measured adoption curve, waiting for an inflection point
- Iteris continues to enhance our exposure and knowledge in the area
- Finding the 'viral' app or data to monetize is our continual focus
- Our ClearMobility strategy places us in an advantageous position to capitalize on the opportunity





Strategic Initiatives

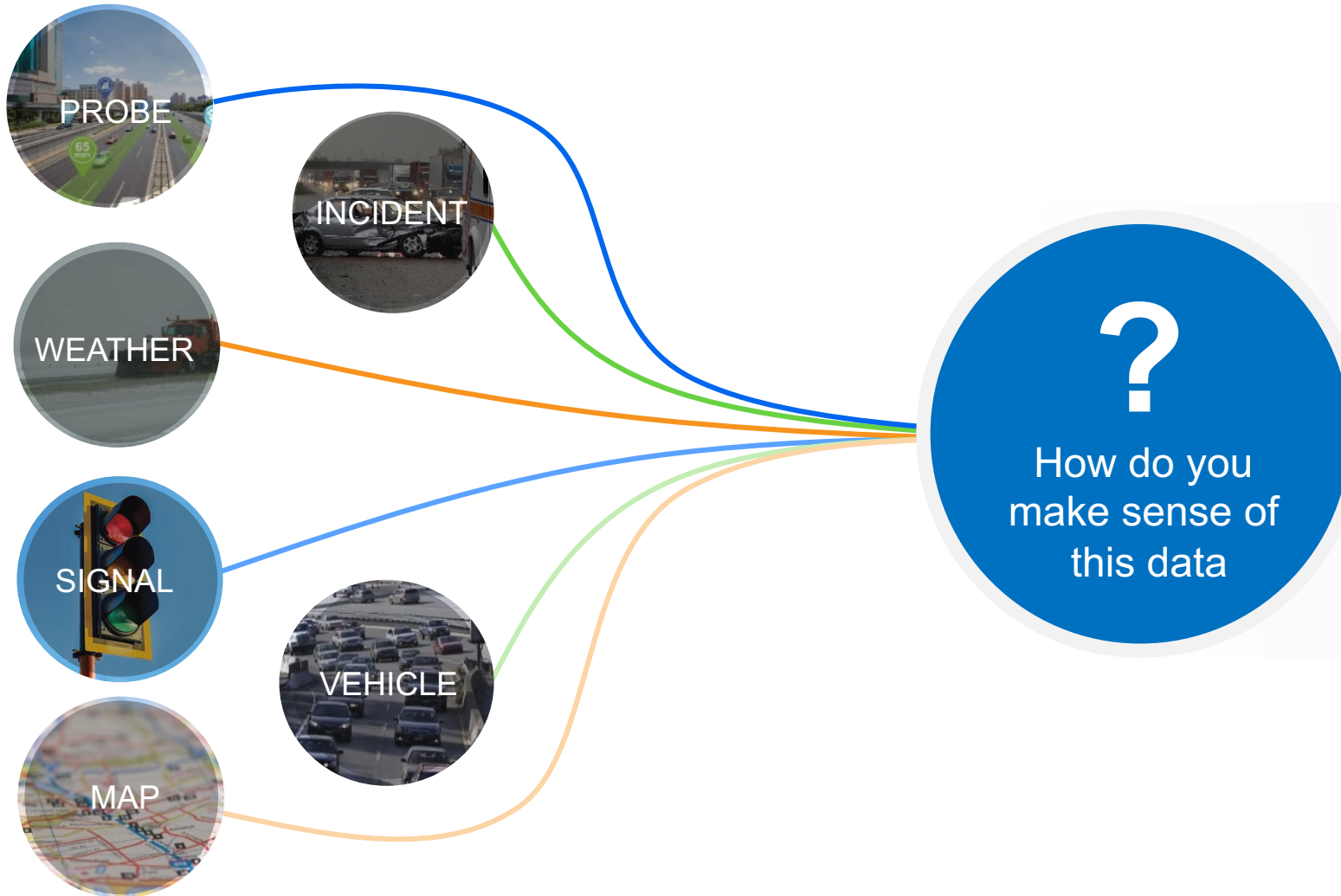
Analytics and Artificial Intelligence

Ramin Massoumi

SVP & GM, Transportation Systems

Historically data wasn't
readily available to make
strategic decisions

Modern Technology has Broken the Data Barrier



Today, most agencies are overwhelmed due to

- Lack of data science expertise
- Outdated information architectures
- Inadequate analytical tools

Integrating Data Creates a Clear Picture



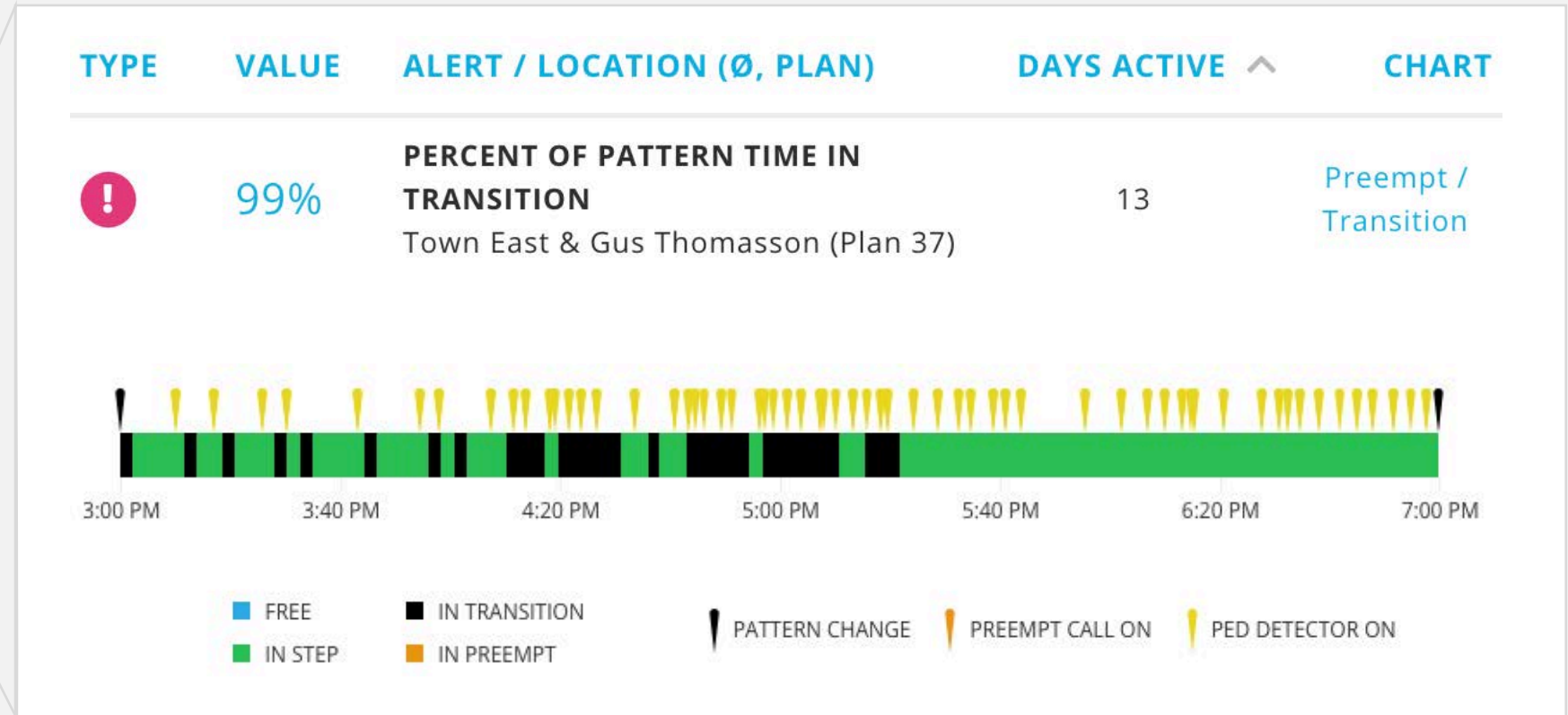
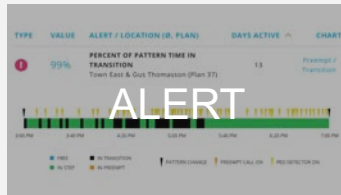
A Clear Picture Enables Intelligence



Achieving Efficiencies Through Intelligent Alerts



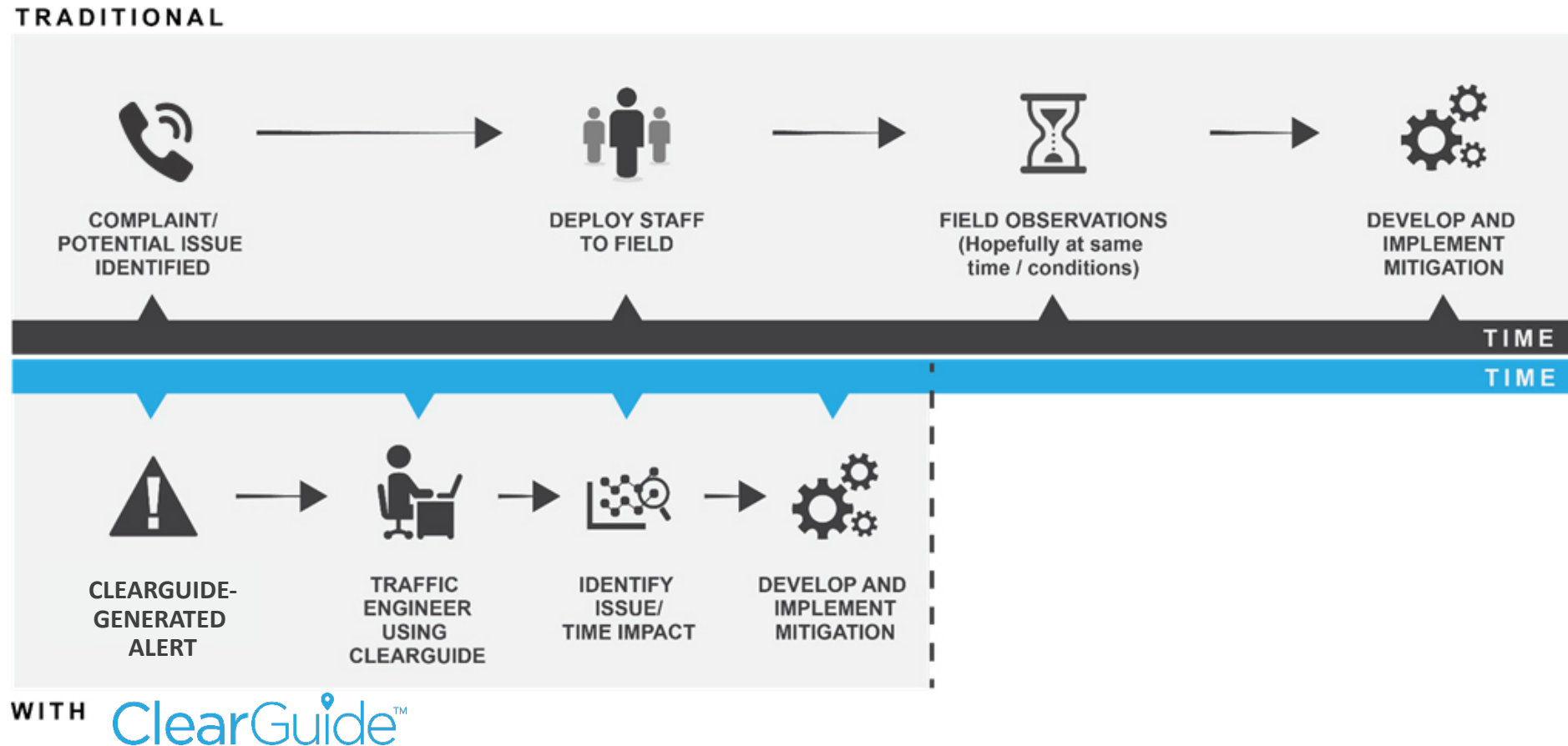
Traffic backups and delays cost American drivers nearly \$87B per year



Alerts enable agencies to address issues proactively, lowering cost and reducing complaints

Achieving Efficiencies Through Intelligent Alerts

Issue Identification and Investigation

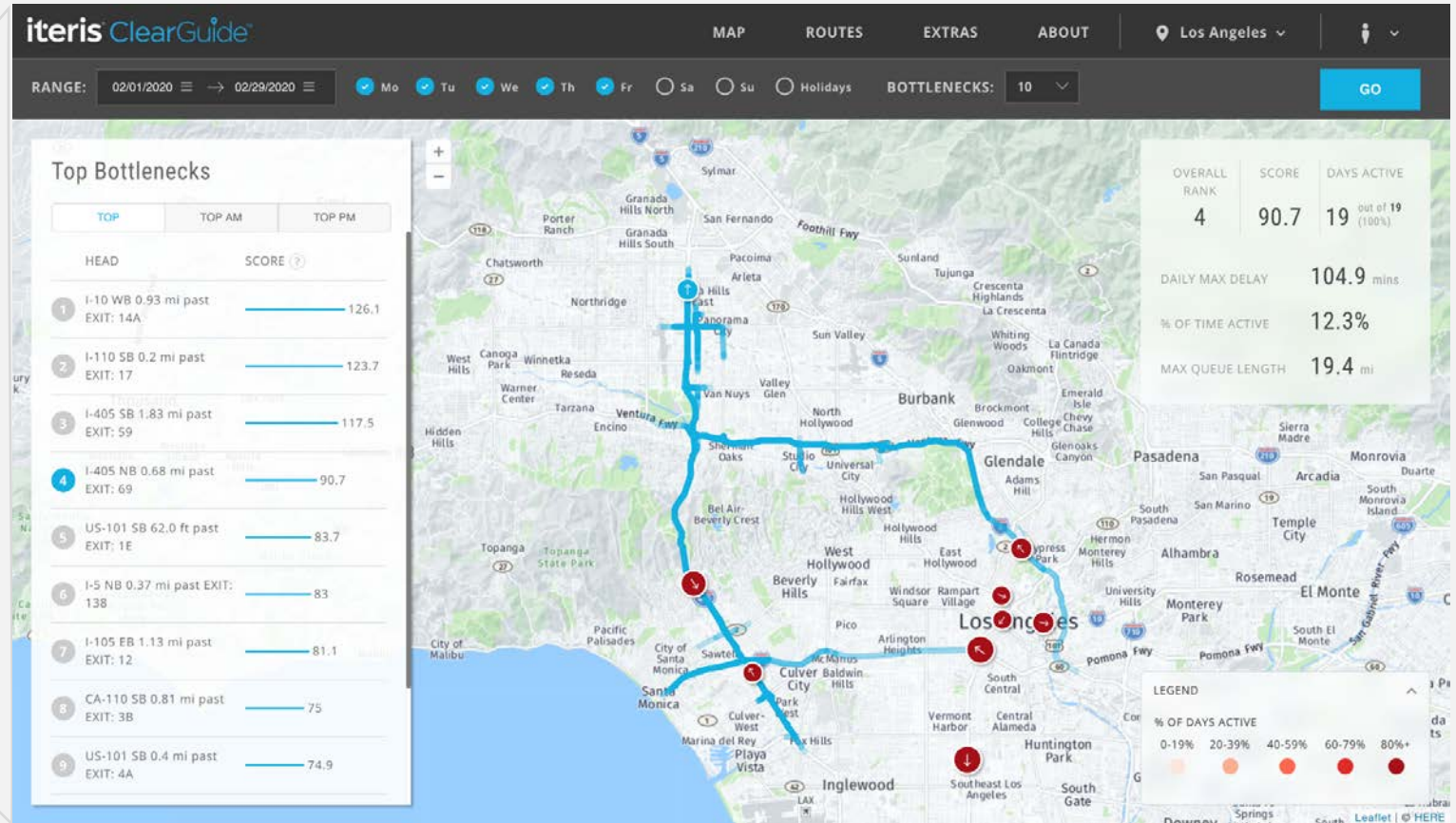
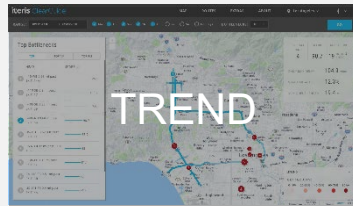


Proactive alerts lower agency costs and reduce complaints

Improving Mobility Through Trend Analysis



Americans lose 97 hours or >two work weeks per year due to traffic congestion

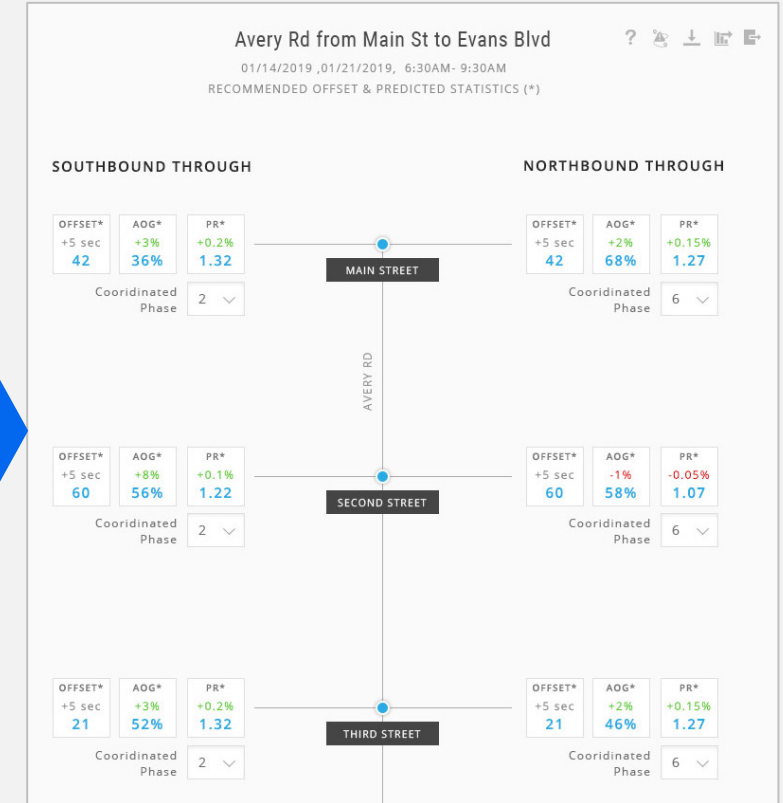
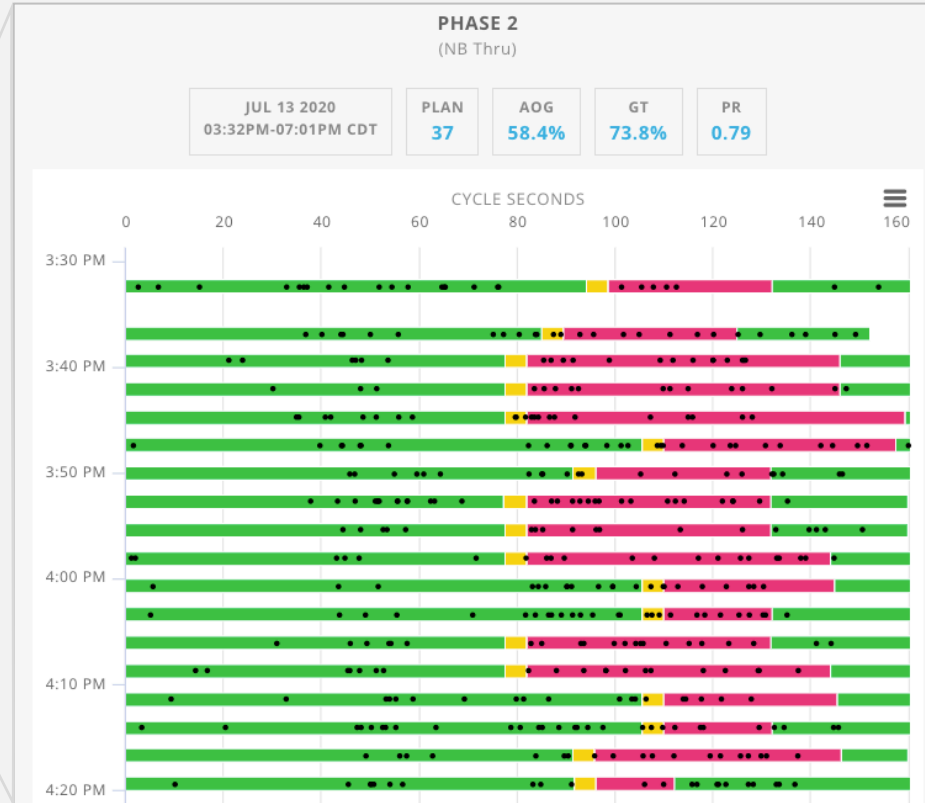


Automatic bottleneck detection and ranking enable agencies to track and manage regional hotspots

Reducing Emissions Through Decision Support



In 2018, transportation accounted for 28% of total US greenhouse gas emissions



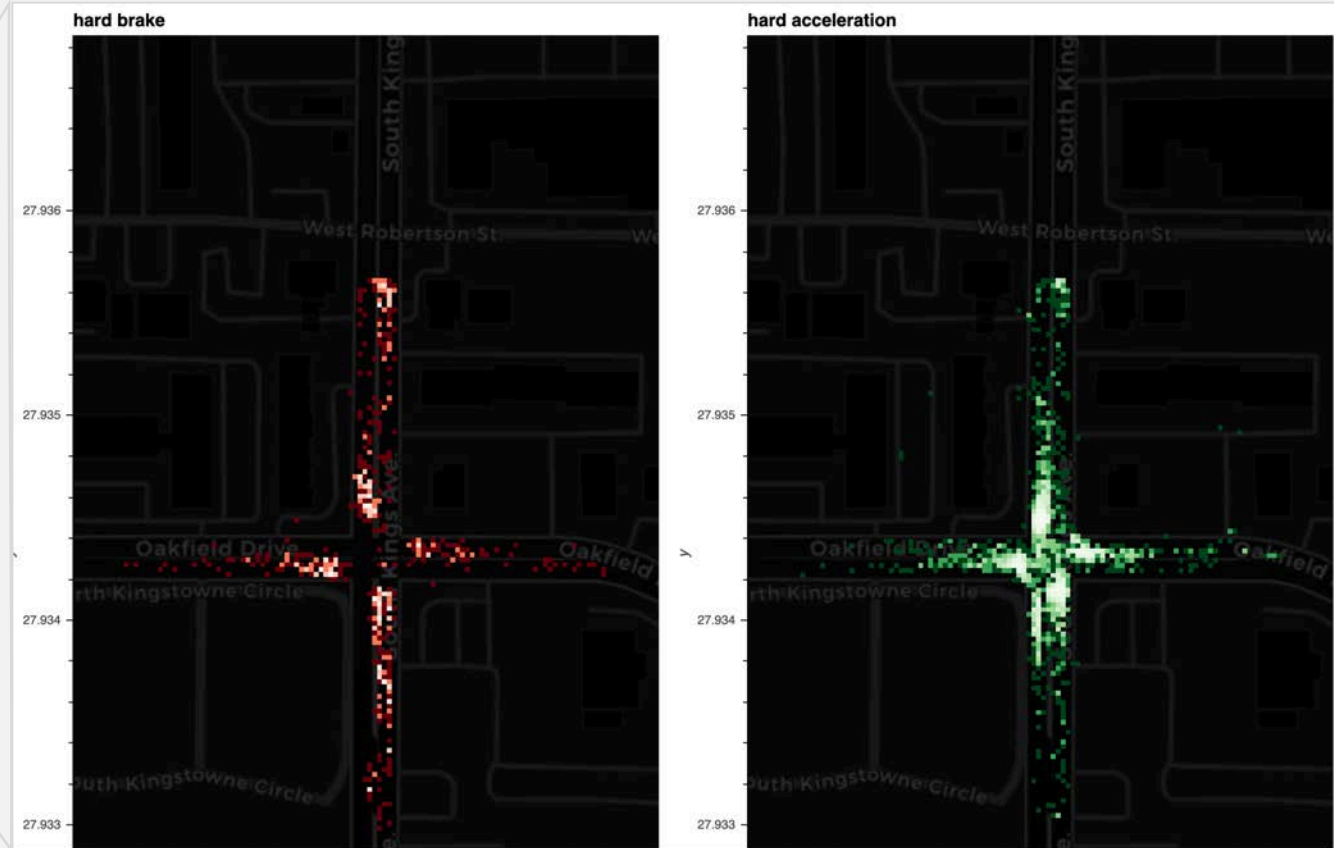
Signal timing recommendations to reduce frequency of vehicle stops can decrease air pollutants by 10-40%

Improving Safety Through Artificial Intelligence



In 2019, 4.4 million Americans were injured and 38,800 died in traffic accidents

PREDICTION



Artificial intelligence can be applied to vehicle sensor data to predict crashes, understand causality and develop mitigation measures



M&A Strategy

Doug Groves
SVP & CFO

M&A Strategy

Vision

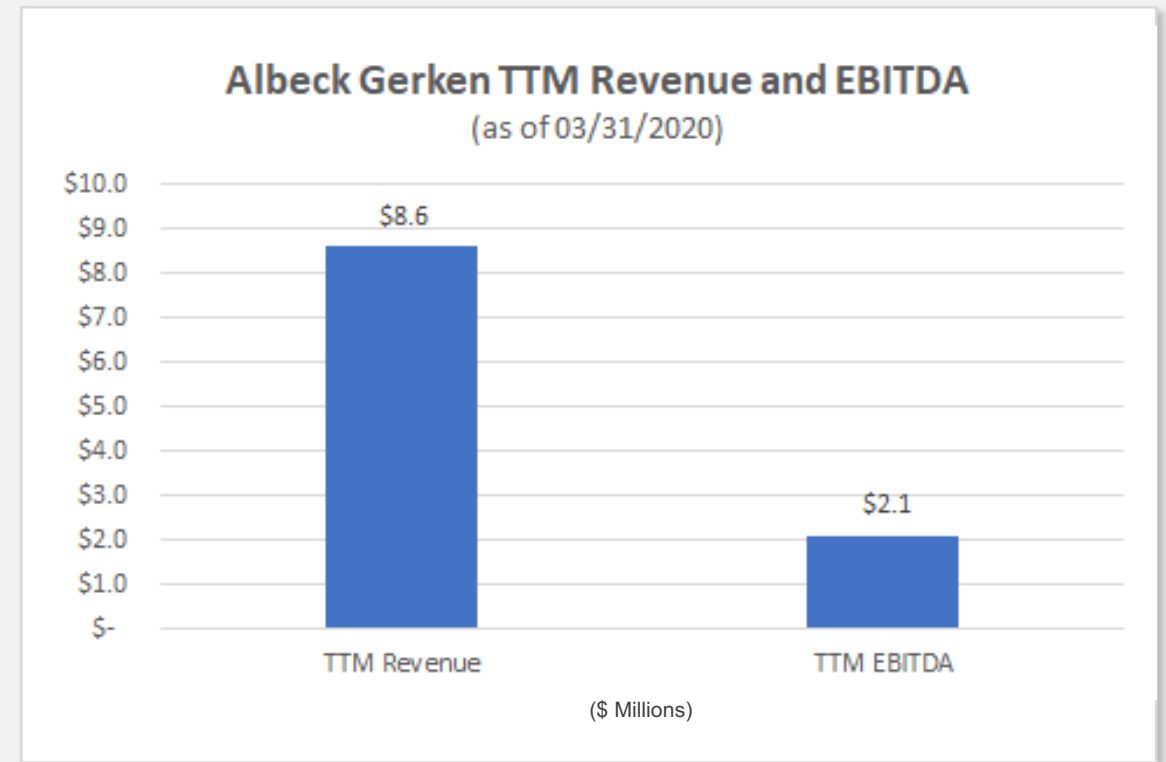
Build a portfolio of products and services that are proprietary, and are industry leaders in innovation and customer satisfaction

Mission

Acquire proprietary Smart Mobility Infrastructure Management businesses with revenue runway and aggressively execute on profit expansion plans

Case Study: Albeck Gerken, Inc.

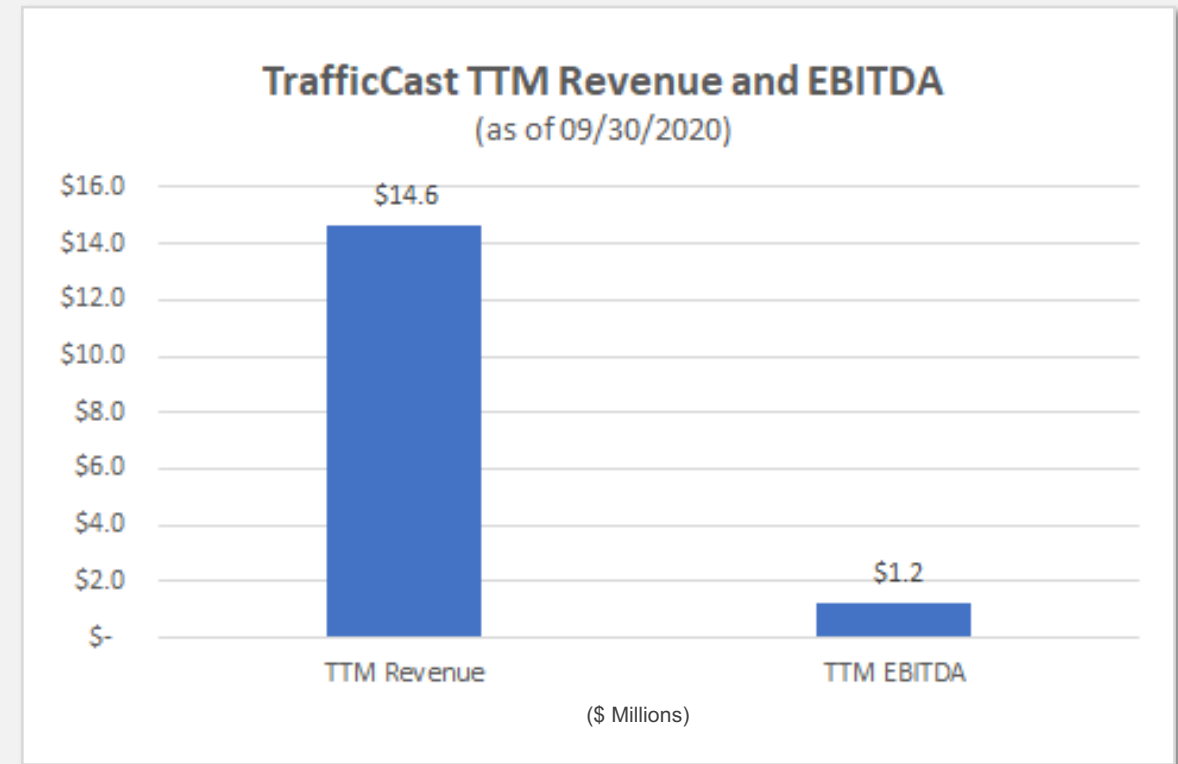
- Acquired in July 2019 for \$13 million^(*)
- Engineering leader in the Southeast
- Added scale to the existing business
- Accretive to earnings within first year
- Added Tampa traffic operations center



(*): Figure includes \$1.7M of retention bonuses

Case Study: TrafficCast International, Inc.

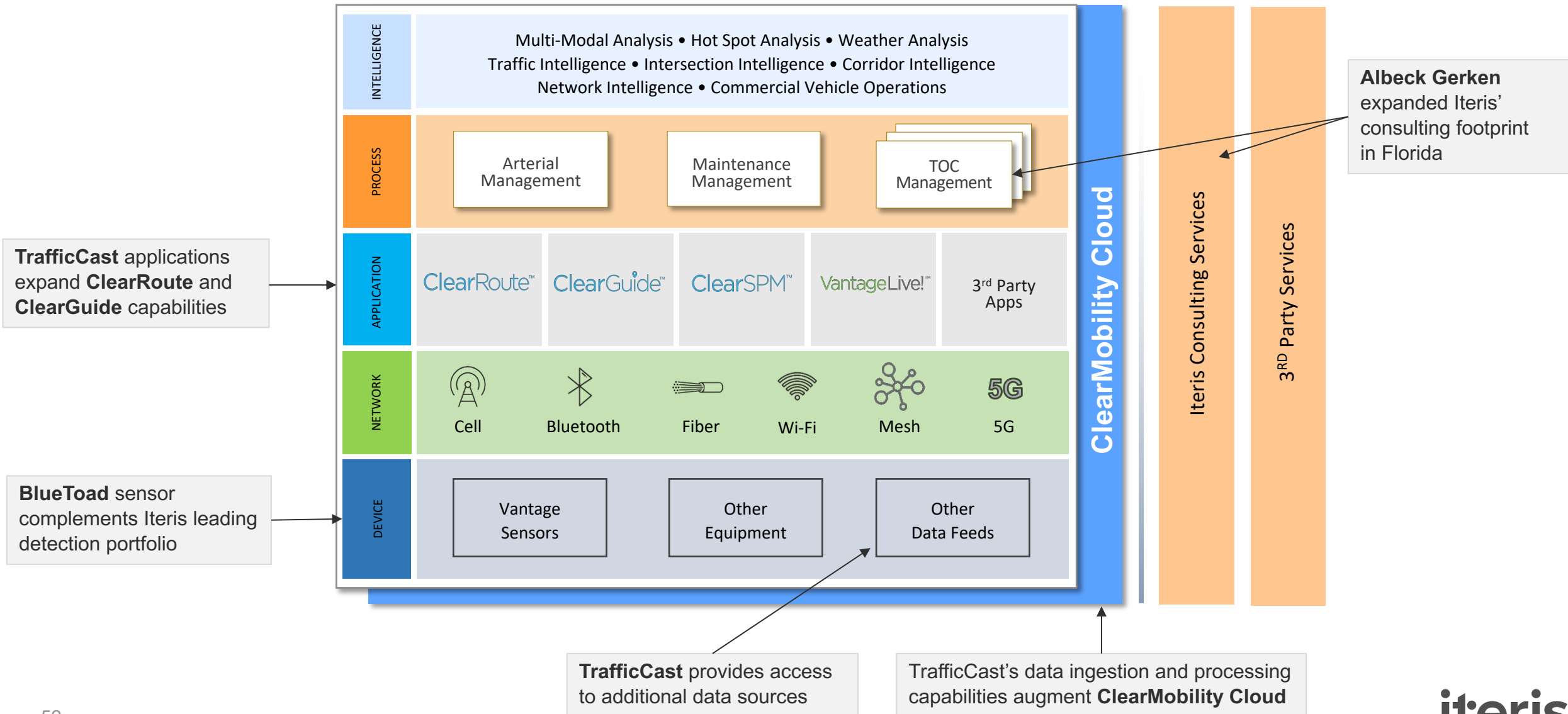
- Acquired in December 2020 for \$16 million plus \$1 million earnout over two years based on certain revenue targets
- Leader in travel time forecasting and traffic information
- Advanced proprietary technology used in commercial and public agency markets
- Will be accretive to earnings within the first year



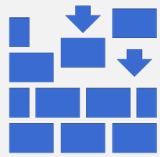
TrafficCast: Investment Thesis

- Adds about \$15.0M in revenue and \$1.5M in EBITDA (after synergies) in first 12 months
- Adds ~\$8.0M in SaaS revenue
- Establishes ITI in new commercial segments and creates opportunity to elevate our current discussions with OEMs and Tier 1 parts suppliers
- Accelerates ITI's ClearMobility platform roadmap by leveraging components such as DynaFlow's data ingestion and processing engine
- Adds talented team with deep experience in traffic management systems, traffic flow theory and probe data technologies, as well as mobile services, digital content and media marketing.

Strengthening the ClearMobility™ Platform



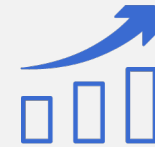
M&A Outlook



Continue building the pipeline of targets that meet the defined criteria



Maintain cadence of closing acquisitions every 12-18 months



Aggressively execute EBITDA expansion plan for each deal



Finance Update

Doug Groves
SVP & CFO

Significant Steps Taken to Drive Future Success

Transformed & Realigned the Business

- Streamlined the organization through our restructure program
- Executed two strategic acquisitions
- Rationalized product portfolio with sale of Agriculture and Weather Analytics segment (AWA)

Reduced Costs & Improved Efficiency

- Streamlined back office functions
- Disciplined cost management
- Improved operations will deliver sustainable profitability

Optimized Capital Structure

- Additional financing now available, possibly including debt
- Changed capital allocation strategy to fund acquisitions vs AWA segment
- Balance sheet management continues to drive solid cash flow

Target Operating Model

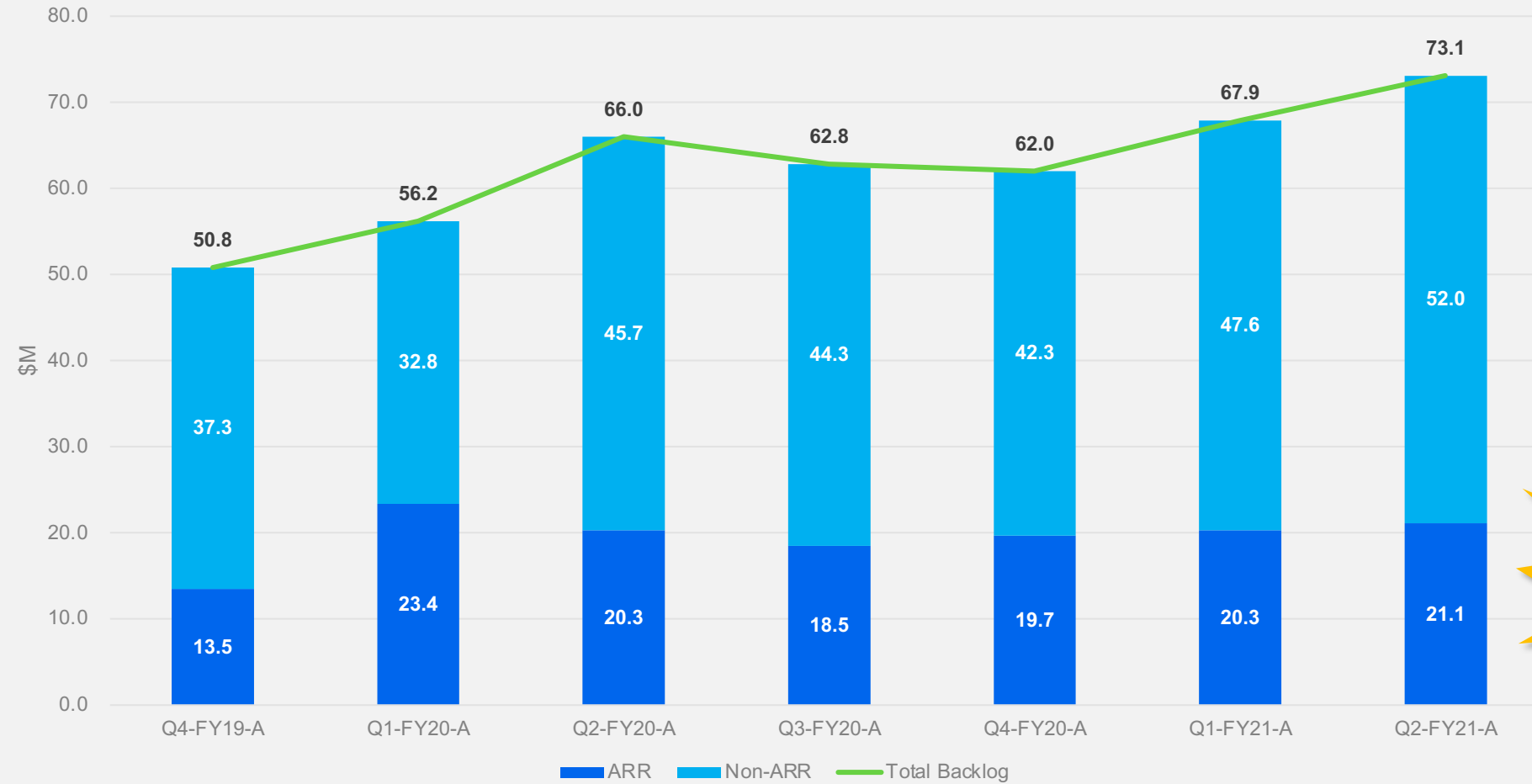
Turning the Corner to Profitability

	FY 2018	FY 2019	FY 2020	FY 2021 Q2 YTD	Target (3-5 yr) Model
Revenue Growth	8.1%	-5.6%	15.1%	10.6%	10-12%
Annual Recurring Revenue (1)	23.0%	19.9%	20.1%	19.3%	>30%
Gross Margins(1)	38.0%	37.8%	40.6%	38.8%	42-45%
SG&A Expenses (1) (2)	32.4%	36.6%	35.7%	31.4%	25-27%
R&D Expenses (1)	3.1%	4.0%	4.0%	3.6%	4-5%
Adjusted EBITDA (1) (2)	6.4%	0.5%	4.4%	7.4%	11-13%

(1) As of % revenue

(2) Excludes restructuring and Albeck Gerken acquisition costs

Backlog



29% of Total
Backlog Is ARR

Financial Priorities

Convert >150% of GAAP net income to cash

Grow annual recurring revenue by at least 25-30% per year

Grow adjusted EBITDA margin as a percentage of revenue by 20-25% per year

Disciplined approach to capital allocation that focuses on return on invested capital



Closing Remarks

Closing Remarks



Large, Dynamic
Primary Market



Attractive Business
Model



Additional Strategic
Optionality



Questions & Answers

An aerial photograph of a city street intersection, overlaid with a blue and green gradient. A network diagram with glowing blue nodes and connecting lines is superimposed on the image. The text "Thank You." is centered in white.

Thank You.

NASDAQ: ITI

Non-GAAP Financial Measures Note Regarding Non-GAAP Financial Information

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