FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
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OMB APPROVAL

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

1. Name and Address of Reporting Person* SUBIN NEIL S						2. Issuer Name and Ticker or Trading Symbol 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) 02/08/2018								belov		Othe belov			
(Street) WEST PA	FI 33/05			4.	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)	(S	itate)	(Zip)																
		Tab	le I - I	Non-Deriva	ativ	e Securitie	s A	cquire	ed, C	Disposed o	of, or E	Benefi	cially	/ Owne	ed				
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Y		2A. Deemed Execution Dat if any (Month/Day/Ye		3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired (D) (Insti	Acquired (A) or D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported		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		Transac (Instr. 3	tion(s)		(111511.4)		
Common Stock			02/08/2018				S		2,388	D	\$6.07	25(1)	95,527 ⁽²⁾⁽³⁾		I	By Trust A-2 - Lloyd I. Miller			
Common Stock			02/08/2018				S		29,874	D	\$6.07	25 ⁽¹⁾	1,195,162 ⁽²⁾⁽³⁾		I	By LIM III - Trust A-4			
Common	Stock			02/08/201	18			S		29,874	D	\$6.07	25 ⁽¹⁾	1,195	,161 ⁽²⁾⁽³⁾	I	By MBM - Trust A- 4		
Common	Stock			02/08/201	18			S		4,625	D	\$6.07	25 ⁽¹⁾	185,	050 ⁽²⁾⁽³⁾	I	By Trust C - Lloyd I. Miller		
Common	Stock			02/08/201	18			S		1,378	D	\$6.07	25 ⁽¹⁾	55,1	38(2)(3)	I	By Trust D - Lloyd I. Miller		
Common Stock				02/08/2018				S		949	D	\$6.07	25(1)	40,9	165 ⁽²⁾⁽³⁾	I	By Lloyd I. Miller, III Revocable Trust		
Common	Stock			02/08/201	18			S		34,779	D	\$6.07	'25 ⁽¹⁾	1,391	,372 ⁽²⁾⁽³⁾	I	By Milfam II L.P.		
Common Stock			02/08/2018				S		8,887	D	\$6.07	'25 ⁽¹⁾	355,527 ⁽²⁾⁽³⁾		I	By Milfam I L.P.			
Common	Stock			02/08/201	18			S		769	D	\$6.07	25 ⁽¹⁾	30,7	7 <mark>50</mark> (2)(3)	I	By LIMFAM LLC		
		Ta	able I			Securities <i>i</i>								Owned					
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercis Price of Derivative Security		ersion Date (Month/Day/Year) if (M				s. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exe Expiration (Month/Day			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		De Se (In	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction((Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

		Ta	ble II - Deriva (e.g., p	ı				ired, Disp options,			l or	y Owned			
1. Title of	2. Conversion	3. Transaction	3A. Deemed Execution Date,	€ ode Transc		€A)Nu of	m (10x) r	Expiration D	istDatable and	7itītētle	aSolodares	8. Price of	9. Number of derivative	10. Ownership	11. Nature
(Instr. 3) 1. The price i	Price of the Loumn 4 is	e (Month/Day/Year) a weighted average p	if any (Month/Day/Year) rice. The prices actua	Code (ranged	Deriv Secu from So Acqu	rities to	(Month/Day/\ \$6.28 per share	∕ear)	Securi Underl		Security (Instr. 5) to the Issuer	Securities Beneficially Any Security hole Owned	Form: Direct (D) ler of the Issue or Indirect	Beneficial Ownership (Instr. 4)
staff, upon request information regarding the number of shares purchased at each price (Affor the range. Security (Instr. 3) 2. Except for possessing voting and dispositive power, the reporting person disclaims and ispositive power and ispositive power and ispositive power and ispositive power a															
3. Mr. Neil Subin 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.															
Remarks	‡: !			<u> </u>	<u> </u>	i .		ı I	<u> </u>	<u> </u>	i Amount				
				Code	v	(A)	(D)	Date Exercisable	Expiratic At	torney		tein ting Person	02/12/201 Date	8 	

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.

^{*} If the form is filed by more than one reporting person, see Instruction 4 (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).