

ITERIS, INC.
Form 4
August 25, 2015

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MINER GREG

(Last) (First) (Middle)

1700 CARNEGIE AVE

(Street)

SANTA ANA, CA 92705

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ITERIS, INC. [ITI]

3. Date of Earliest Transaction
(Month/Day/Year)
08/24/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/24/2015		P		10,000	A	\$ 2.05
					459,921	D	

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

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 control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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Table with columns: 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 Underlying Securities (Instr. 3 and 4), 8. Price of Derivative Security (Instr. 5), 9. Number of Derivative Securities Owned Beneficially (Instr. 5), 10. Derivative Security Beneficially Owned (Instr. 5), 11. Transaction Date (Month/Day/Year), 12. Transaction Code (Instr. 8), 13. Date Exercisable and Expiration Date (Month/Day/Year), 14. Title and Amount of Underlying Securities (Instr. 3 and 4), 15. Price of Derivative Security (Instr. 5), 16. Number of Derivative Securities Owned Beneficially (Instr. 5), 17. Derivative Security Beneficially Owned (Instr. 5), 18. Transaction Date (Month/Day/Year), 19. Transaction Code (Instr. 8), 20. Date Exercisable and Expiration Date (Month/Day/Year), 21. Title and Amount of Underlying Securities (Instr. 3 and 4), 22. Price of Derivative Security (Instr. 5), 23. Number of Derivative Securities Owned Beneficially (Instr. 5), 24. Derivative Security Beneficially Owned (Instr. 5), 25. Transaction Date (Month/Day/Year), 26. Transaction Code (Instr. 8), 27. Date Exercisable and Expiration Date (Month/Day/Year), 28. Title and Amount of Underlying Securities (Instr. 3 and 4), 29. Price of Derivative Security (Instr. 5), 30. Number of Derivative Securities Owned Beneficially (Instr. 5), 31. Derivative Security Beneficially Owned (Instr. 5).

Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry: MINER GREG, 1700 CARNEGIE AVE, SANTA ANA, CA 92705, Director (X).

Signatures

/s/ Andrew Schmidt, Attorney-In-Fact, 08/25/2015. Legend: **Signature of Reporting Person, Date.

Explanation of Responses:

* 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).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.