FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL |         |  |  |  |  |  |  |  |
|--------------|---------|--|--|--|--|--|--|--|
| OMB Number:  | 3235-02 |  |  |  |  |  |  |  |

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## 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

| 1. Name and Address of Reporting Person*  GLANVILLE THOMAS S   |   |            |           |   |   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol ITRON INC /WA/ [ ITRI ] |  |         |  |     |   |       |               |       |   |   | olicable)                                | g Person  | erson(s) to Issuer  |          |
|--|---|------------|-----------|---|---|--|--|---------|--|-----|---|-------|---------------|-------|---|---|--|---|---|----------|
| (Last) (First) (Middle) 2111 N MOLTER ROAD   |   |            |           |   | 3. Date of Earliest Transaction (Month/Day/Year) 07/02/2018 |  |  |         |  |     |   |       |               |       |   | Officer (give title below)  |  | Other (specify below)   |   |          |
| (Street) LIBERTY LAKE  | Y W   | <b>A</b> 9 | 99019     |   |   |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                     |         |  |     |   |       |               |       | Individual or Joint/Group Filing (Check Applicable ne)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |   |  |   |   |          |
| (City)   | (St   | ate) (2    | Zip)      |   |   |  |  |         |  |     |   |       |               |       |   |   |  |   |   |          |
|  |   | Tabl       | e I - Nor | ı-Deriv                                 | ative   | Se   | curitie  | s Ac    | quired,  | Dis | posed o   | f, or | Ben           | efici | ally  | Owne  | ed                                       |   |   |          |
| 1. Title of Security (Instr. 3)  2. Transa Date (Month/D   |   |            |           |   |   | Execution D  |  | n Date, | 3.<br>Transaction<br>Code (Instr.<br>8)                                    |     |   |       |               |       |   | Securities<br>Beneficially  |  | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |          |
|  |   |            |           |   |   |  |  |         | Code   | v   | Amount  |       | (A) or<br>(D) | Price | •   | Transaction(s)<br>(Instr. 3 and 4)  |  |   |   | (1130.4) |
| Common Stock   |   |            |           | 07/02/2018                              |   |  |  |         | A  |     | 412(1   | 1) A  |               | \$    | 0   | 13,868  |  | D   |   |          |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |            |           |   |   |  |  |         |  |     |   |       |               |       |   |   |  |   |   |          |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | tive Conversion Date Execution Daty or Exercise (Month/Day/Year) if any |            | Date,     | 4.<br>Transaction<br>Code (Instr.<br>8) |   | of Derive Secue Acque (A) or Disposof (D) (Instr                           | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |         | Date Exercisable and Expiration Date Month/Day/Year)  Date Expiration Date |     | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)  Amoun or Numbe of Title Shares |       | ount<br>nber  | -     |   | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | Own<br>Forn<br>Direc<br>or In<br>(I) (Ir |   | 11. Nature of Indirect Beneficial Ownership (Instr. 4)            |          |

## **Explanation of Responses:**

1. Reflects the grant of common stock equal to approximately \$25,000 that independent members of Itron's board of directors receive quarterly as part of their annual compensation for board service.

/s/ Kramer B. Ortman, attorney-in-fact for Mr.

Glanville

\*\* Signature of Reporting Person Date

07/03/2018

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

- $^{\star}$  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.

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.