FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL											
OMB Number:	3235-0287										
Estimated average burden											
hours nor roomanas	. 0.5										

	tion 1(b).	ide. dee		Filed	pursua or Se	ant to S ection 3	Section 30(h) o	16(a) of the In	of the Se vestmer	ecuriti nt Con	es Exchang npany Act o	e Act of f 1940	1934			nours	per re	esponse:	0.5
Name and Address of Reporting Person*     Ziegler Lynda L.				2. Issuer Name <b>and</b> Ticker or Trading Symbol ITRON, INC. [ITRI]									Check a		olicable)		Person(s) to Issuer 10% Owner		
(Last) (First) (Middle) 2111 N. MOLTER ROAD				3. Date of Earliest Transaction (Month/Day/Year) 07/01/2022										Officer below)	ficer (give title low)		Other (specify below)		
(Street) LIBERT LAKE (City)	W		9019 Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year) 07/05/2022									ine) X	ridual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Table	I - Non-	Deriva	tive S	Secu	rities	Acq	uired,	Dis	posed of	, or Be	nefic	ially C	Owne	ed			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)					Execution Date,		Date,	3. Transaction Code (Instr. 8)  4. Securities Acc Disposed Of (D) 5)						. Amou ecurition senefici owned f	es ially Following	Forn (D) c	n: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount	(A) o (D)	Pric	,  т	Transaction(s) (Instr. 3 and 4)				(111501.4)
Common Stock 07/01/				07/01/2	/2022			A		725(1)	A	\$	0	15,8	15,888(2)		D		
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of Derivative Security (Instr. 3)	rivative Conversion Date Execution Date, curity or Exercise (Month/Day/Year) if any		Date,	4. Transaction Code (Instr. 8)		5. Nu of Deriv Secu Acqui (A) of Dispo of (D) (Instrand 5	rities lired r osed ) : 3, 4			te	7. Title and Amount of Securities Underlying Derivative Security (Ins. 3 and 4)  Amou or Numb of Share		8. Pric Deriva Secur (Instr.	ative rity 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

## **Explanation of Responses:**

- 1. Reflects the grant of common stock independent members of Itron's board of directors receive quarterly as part of their annual compensation for board service. This amendment is being filed to correctly reflect the Amount shown in Column 4 as 725.
- 2. Due to an inadvertent error in the number of shares reported on the reporting person's initial Form 4 filed on July 5, 2022, as amended November 10, 2022, the balance shown includes an additional share to correct the inadvertent error.

/s/ Christopher E. Ware, attorney-in-fact

04/05/2023

\*\* Signature of Reporting Person

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

- \* 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.