FORM 4

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

Washington,	D.C. 20549
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Check this box if no longer subject
o Section 16. Form 4 or Form 5
bligations may continue. See
netruction 1(h)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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

<u>ITEIIIDI</u>	<u>ay Didila</u>	ע	Name and Address of Reporting Person*  Tromblay, Diana D.  Tromblay, Diana D.					2. Issuer Name <b>and</b> Ticker or Trading Symbol ITRON, INC. [ITRI]								Relationship of Reporting Person(s) to Issuer (Check all applicable)						
		<u>Tremblay Diana D</u>							-					X	Direc	tor		10% O	wner			
(Last) (First) (Middle) 2111 N. MOLTER ROAD						3. Date of Earliest Transaction (Month/Day/Year) 07/01/2021									Office below	er (give title w)		Other (specify below)				
(Street) LIBERTY	Y WA	A 9	9019		4. If #	4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	<ol> <li>Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ol>							
(City)	(Sta	ate) (Z	Zip)																			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																						
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)				Execu ay/Year) if any		Deemed cution Date, ny nth/Day/Year)				Disposed	urities Acquired (a sed Of (D) (Instr. 3		, 4 and Secu Bene		ially Following	Form:	nership : Direct · Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
									Code	v	Amount	(A) (D)	or P	rice		ction(s)			(			
Common Stock 07/01					/2021				A		322(1)	A	<b>A</b>	\$0 1		12,748		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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	med on Date, Day/Year)	4. Transaction Code (Instr. 8)		of Deriv	rities iired r osed ) . 3, 4	Expirati (Month/ ites ed		e Exercisable and tion Date h/Day/Year)  Expiration sable Date		7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		Price of erivative ecurity estr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transactio (Instr. 4)	y [0	LO. Ownership Form: Direct (D) or Indirect I) (Instr. 4)	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.

/s/ Sarah E. Hlavinka, attorney-in-fact for Ms.

07/06/2021

**Tremblay** 

\*\* Signature of Reporting Person Date

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.