FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

washington, D.C. 20549	OMB APPROVAL			
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-		

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

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	Secti	ion 30(h) of the	Ínvestme	nt Co	mpany Act	of 19	940					
1. Name and Address of Reporting Person* <u>CADIEUX MICHEL</u>					2. Issuer Name and Ticker or Trading Symbol ITRON INC /WA/ [ITRI]									Check all ap Dire	plicable) ctor	g Person(s) to I	Owner	
(Last) (First) (Middle) 2111 NORTH MOLTER ROAD				3. Date of Earliest Transaction (Month/Day/Year) 02/26/2018									X belo	,	below P - HR	(specify)		
(Street) LIBERT	Y W	A 9	99019	9019			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)	(St	ate) (2	Zip)												7 613	,011		
		Tabl	e I - No	n-Deriv	/ative	Se	curiti	es Ac	quired	, Dis	posed o	f, o	r Ber	efici	ally Own	ed		
1. Title of Security (Instr. 3) 2. Transact Date (Month/Day)						Execution Date,					es Acquired (A) o Of (D) (Instr. 3, 4 a			d 5) Secui Benet	icially d Following	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	Trans	action(s) 3 and 4)		(1130.4)	
Common Stock 02/26/2					/2018	2018			F		699(1)		D	\$69.	284	33,429	D	
Common Stock 02/27/2				2018						3,331(1)		D	\$ 7 2.	287	30,098	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)	3A. Deemed Execution Date, if any (Month/Day/Year)		4. Transaction Code (Instr. 8)		n of		6. Date Exercisabl Expiration Date (Month/Day/Year)		te	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		ı	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	or Nu of	nount mber ares				

Explanation of Responses:

1. Represents shares automatically sold to cover tax withholding obligations associated with the vesting of a restricted stock unit award.

/s/ Kramer B. Ortman,

attorney-in-fact for Mr.

Cadieux

** Signature of Reporting Person

02/28/2018

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.