FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

n, D.C. 20549	OMB APPROVAL

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ion 1(b).			File										34		liouis	per response:	0.5	
1. Name and Address of Reporting Person* GAYLORD CHARLES H JR					2. Issuer Name and Ticker or Trading Symbol ITRON INC /WA/ [ITRI]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) 2111 N MOLTER ROAD				3. Date of Earliest Transaction (Month/Day/Year) 07/01/2011											(specify)			
W				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									i. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Tabl	e I - Noi	า-Deriv	ative	Sec	uritie	s Acq	uired,	Dis	posed o	f, oı	r Ben	eficia	ally Ow	ned			
Date					Executi ay/Year) if any		Date,	Code (Transaction Disposed Code (Instr. 5)		1 Of (D) (Instr. 3, 2			nd Sec Ben Owr	urities eficially ed Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount			Price	Tran	saction(s)		(Instr. 4)	
Common Stock 07/0				/2011				A		358		A	\$48	.84	4,949	D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of 2. 3. Transaction Date Execution Security or Exercise (Month/Day/Year) if any			Date,	Code (Instr. 8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiratio (Month/D	n Date	e ar)	Amoun or Numbe of		ount		derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	d Address of ORD CHA (Fin MOLTER RO (St. Stock 2. Conversion or Exercise Price of Derivative	d Address of Reporting Person* ORD CHARLES H JR (First) (I MOLTER ROAD Y WA 9 (State) (3 Table Security (Instr. 3) Stock Table Security (Instr. 3) Stock 7 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	d Address of Reporting Person* DRD CHARLES H JR (First) (Middle) MOLTER ROAD Y WA 99019 (State) (Zip) Table I - Note Conversion or Exercise Price of Derivative 2. (Month/Day/Year) Stock 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	d Address of Reporting Person* DRD CHARLES H JR (First) (Middle) MOLTER ROAD (State) (Zip) Table I - Non-Derive Conversion or Exercise Price of Derivative (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) Tible II - Derivate (e.g., pt. 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Date of Earliest Transaction (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Execution Date, (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficiall (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) 5. Number of Code (Instr. 95) 5. Number of Securities Acquired, Disposed of, or Beneficiall (e.g., puts, calls, warrants, options, convertible securities) 2. Conversion Of Exercise Date Execution Date, (if any Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction Date Execution Date (e.g., puts, calls, warrants, options, convertible securities) 4. Transaction Date (if any Month/Day/Year) (Month/Day/Year) (Month/Day	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Address of Reporting Person* ORD CHARLES H JR (First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Instr. 3) 2. Isransaction Date (Month/Day/Year) (State) (Zip) Table I - Derivative Securities Acquired, Disposed of, or Beneficially Owner (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (Instr. 3) 3. Transaction Code (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Romth/Day/Year) 2. Transaction Date (Instr. 3) 3. Transaction Date (Instr. 3) 2. Transaction Date (Instr. 3) 2. Transaction Date (Instr. 3) 3. Transaction Date (Instr. 3) 4. 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Explanation of Responses:

MariLyn R. Hill, attorney-infact for Mr. Gaylord

07/05/2011

** 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.

POWER OF ATTORNEY

Know all by these presents that the undersigned hereby constitutes and appoints each of MariLyn R. Hill and Carol C. Cameron, signing singly, the undersigned's true and lawful attorney-in-fact to: execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Itron, Inc., a Washington corporation (the "Company"), Forms 3, 4 and 5 (including amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations thereunder and a Form ID, Uniform Application for Access Codes to File on Edgar; (2)do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Forms 3, 4 or 5 or Form ID and timely file such forms (including amendments thereto) and application with the United States Securities and Exchange Commission and any stock exchange or similar authority; and (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in -fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

The undersigned agrees that each such attorney-in-fact herein may rely entirely on information furnished orally or in writing by the undersigned to such attorney-in-fact. The undersigned also agrees to indemnify and hold harmless the Company and each such attorney-in-fact against any losses, claims, damages or liabilities (or actions in these respects) that arise out of or are based upon any untrue statements or omission of necessary facts in the information provided by the undersigned to such attorney-in fact for purposes of executing, acknowledging, delivering or filing Forms 3, 4 or 5 (including amendments thereto) or Form ID and agrees to reimburse the Company and such attorney-in-fact for any legal or other expenses reasonably incurred in connection with investigating or defending against any such loss, claim, damage, liability or action.

This Power of Attorney supersedes any power of attorney previously executed by the undersigned regarding the purposes outlined in the first paragraph hereof ("Prior Powers of Attorney"), and the authority of the attorneys-in-fact named in any Prior Powers of Attorney is hereby revoked. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 or 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier (a) revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact or (b) superseded by a new power of attorney regarding the purposes outlined in the first paragraph hereof dated as of a later date.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 24th day of February, 2011.

__/s/Charles H. Gaylord, Jr.____Charles H. Gaylord, Jr.