SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.   )

Filed by the Registrant ☒  Filed by a Party other than the Registrant ☐

Check the appropriate box:
☐ Preliminary Proxy Statement
☐ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
☐ Definitive Proxy Statement
☒ Definitive Additional Materials
☐ Soliciting Material under § 240.14a-12

ITRON, INC.
(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):
☒ No fee required
☐ Fee paid previously with preliminary materials.
☐ Fee computed on exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
Your **Vote** Counts!

**ITRON, INC.**

2022 Annual Meeting
Vote by May 11, 2022 11:59 PM ET For shares held in a
Plan, vote by May 9, 2022 11:59 PM ET.

You invested in ITRON, INC. and it's time to vote!
You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on May 12, 2022.**

Get informed before you vote
View the Annual Report and Notice and Proxy Statement online OR you can receive a free paper or email copy of the material(s) by requesting prior to April 28, 2022. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.

For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

**Control #**

For Smartphone users
Point your camera here and vote without entering a control number

**Vote Virtually at the Meeting***
May 12, 2022
9:00 am Central Time

Virtually at:
www.virtualshareholdermeeting.com/ITRI2022

*Please check the meeting materials for any special requirements for meeting attendance.
**THIS IS NOT A VOTABLE BALLOT**

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

<table>
<thead>
<tr>
<th>Voting Items</th>
<th>Board Recommends</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Election of Directors:</td>
<td></td>
</tr>
<tr>
<td>1a. Lynda L. Ziegler</td>
<td>☑️ For</td>
</tr>
<tr>
<td>1b. Diana D. Tremblay</td>
<td>☑️ For</td>
</tr>
<tr>
<td>1c. Santiago Perez</td>
<td>☑️ For</td>
</tr>
<tr>
<td>2. Proposal to approve the advisory (non-binding) resolution relating to executive compensation.</td>
<td>☑️ For</td>
</tr>
<tr>
<td>3. Ratification of the appointment of Deloitte &amp; Touche LLP as the Company’s independent registered public accountant for 2022.</td>
<td>☑️ For</td>
</tr>
</tbody>
</table>

*Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click “Sign up for E-delivery”.*