

\$63,400,000

ITRON, INC.  
6-3/4% Convertible Subordinated Notes Due 2004  
and  
Shares of Common Stock  
Issuable Upon Conversion Thereof  
and  
2,638,600 Shares of Common Stock

This Prospectus Supplement relates to the resale by the holders (the "Selling Securityholders") of 6 3/4% Convertible Subordinated Notes Due 2004 (the "Notes") of Itron, Inc. (the "Company") and the shares of Common Stock, no par value (the "Common Stock"), of the Company issuable upon the conversion thereof (the "Conversion Shares").

This Prospectus Supplement should be read in conjunction with the Prospectus dated June 13, 1997 (the "Prospectus"), which is to be delivered with this Prospectus Supplement. All capitalized terms used but not defined in this Prospectus Supplement shall have the meanings given them in the Prospectus.

The information in the table appearing under the heading "Selling Securityholders" in the Prospectus is superseded in part by the information appearing in the table below:

Name	Notes and Conversion Shares			Shares		Securities Beneficially Owned After Offering	
	Principal Amount of Notes Beneficially Owned that May Be Sold	Percentage of Notes Outstanding	Number of Conversion Shares that May Be Sold (1)	Shares Beneficially Owned Prior to Offering	Number of Shares that May Be Sold	Securities to be Sold--Percentage of Common Stock Outstanding (2)	Percentage of Common Stock Outstanding
Credit Suisse First Boston Corp. (3)	12,075,000	19.0	509,493			3.4	--
----- McMahan Securities Company, L.P.	100,000	.2	4,219			*	--
----- Steven Hodges (4)				183,201	17,960	*	1.1
----- Julie Thomas (4)				400	400	*	--
----- Any other holder of Notes or future transferee, pledgee, donee or successor of or from any such other holder.(5)(6)	4,075,000		171,940			1.2	--

\* Less than 1% .

(1) Assumes conversion of the full amount of Notes held by such Selling Securityholder at the initial conversion price of \$23.70 per share; such conversion price is subject to adjustment as described under "Description of Notes--Conversion." Accordingly, the number of shares of Common Stock issuable upon conversion of the Notes may increase or decrease from time to time. Under the terms of the Indenture, fractional shares will not be issued upon conversion of the Notes; cash will be paid in lieu of fractional shares, if any.

(2) Computed in accordance with Rule 13d-3(d)(i) promulgated under the Exchange Act, and based upon 14,460,804 shares of Common Stock outstanding as of August 7, 1997, treating as outstanding the number of Conversion Shares issuable upon the assumed conversion by the named Selling Securityholder of the full amount of such Selling Securityholder's Notes, but not assuming the conversion of the Notes or the exercise of warrants of any other Selling Securityholder.

(3) Represents an additional \$5,125,000 principal amount of Notes acquired after July 2, 1997.

(4) Steven Hodges transferred, as a gift, 400 Shares to Julie Thomas on or about August 11, 1997.

(5) Information concerning other Selling Securityholders will be set forth in supplements to this Prospectus from time to time, if required.

(6) Assumes that any other holders of Notes, or any further transferees, pledgees, donees or successors of or from any such other holders of Notes, do not beneficially own any Common Stock other than the Common Stock issuable upon conversion of the Notes at the initial conversion rate.

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FOR A DISCUSSION OF CERTAIN FACTORS THAT SHOULD BE  
CONSIDERED IN CONNECTION WITH AN INVESTMENT IN THE  
SECURITIES OFFERED HEREBY, SEE "RISK FACTORS"  
BEGINNING ON PAGE 6 OF THE PROSPECTUS.  
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THESE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE  
SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION NOR HAS  
THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION  
PASSED UPON  
THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS. ANY REPRESENTATION TO THE  
CONTRARY IS A CRIMINAL OFFENSE.  
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The date of this Prospectus Supplement is August 14, 1997