

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>Serff Jared P</u> (Last) (First) (Middle) 2111 N MOLTER ROAD (Street) LIBERTY WA 99019 LAKE (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ITRON INC /WA/ [ITRI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP, Competitive Resources</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/12/2013</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	11/12/2013		M		5,000	A	\$22.74	30,180.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.23	30,080.0757	D	
Common Stock	11/12/2013		S		300	D	\$43.24	29,780.0757	D	
Common Stock	11/12/2013		S		200	D	\$43.25	29,580.0757	D	
Common Stock	11/12/2013		S		200	D	\$43.26	29,380.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.27	29,280.0757	D	
Common Stock	11/12/2013		S		200	D	\$43.28	29,080.0757	D	
Common Stock	11/12/2013		S		200	D	\$43.295	28,880.0757	D	
Common Stock	11/12/2013		S		300	D	\$43.3	28,580.0757	D	
Common Stock	11/12/2013		S		200	D	\$43.305	28,380.0757	D	
Common Stock	11/12/2013		S		400	D	\$43.31	27,980.0757	D	
Common Stock	11/12/2013		S		200	D	\$43.3225	27,780.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.33	27,680.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.3375	27,580.0757	D	
Common Stock	11/12/2013		S		400	D	\$43.34	27,180.0757	D	
Common Stock	11/12/2013		S		200	D	\$43.35	26,980.0757	D	
Common Stock	11/12/2013		S		200	D	\$43.36	26,780.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.362	26,680.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.365	26,580.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.369	26,480.0757	D	
Common Stock	11/12/2013		S		300	D	\$43.37	26,180.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.375	26,080.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.3775	25,980.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.38	25,880.0757	D	
Common Stock	11/12/2013		S		200	D	\$43.39	25,680.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.4	25,580.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.517	25,480.0757	D	
Common Stock	11/12/2013		S		100	D	\$43.57	25,380.0757	D	
Common Stock	11/12/2013		S		200	D	\$43.58	25,180.0757	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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$22.74	11/12/2013		M			5,000	(I)	07/01/2014	Common Stock	5,000	\$0	0	D	

Explanation of Responses:

1. 33-1/3% of options become exercisable on 7/1/05 and an additional 33-1/3% on each of 7/1/06 and 7/1/07.

Carol C. Cameron, attorney-in-fact for Mr. Serff 11/13/2013

** 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.