

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>MEZEY PHILIP</u> (Last) (First) (Middle) <u>2111 N MOLTER ROAD</u> (Street) <u>LIBERTY LAKE WA 99019</u> (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) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/01/2018</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	05/01/2018		M		16,694 ⁽¹⁾	A	\$35.05	93,341	D	
Common Stock	05/01/2018		S		709 ⁽²⁾	D	\$65	92,632	D	
Common Stock	05/01/2018		S		100 ⁽²⁾	D	\$65.025	92,532	D	
Common Stock	05/01/2018		S		1,686 ⁽²⁾	D	\$65.05	90,846	D	
Common Stock	05/01/2018		S		1,400 ⁽²⁾	D	\$65.075	89,446	D	
Common Stock	05/01/2018		S		4,018 ⁽²⁾	D	\$65.1	85,428	D	
Common Stock	05/01/2018		S		1,700 ⁽²⁾	D	\$65.125	83,728	D	
Common Stock	05/01/2018		S		1,495 ⁽²⁾	D	\$65.15	82,233	D	
Common Stock	05/01/2018		S		330 ⁽²⁾	D	\$65.175	81,903	D	
Common Stock	05/01/2018		S		2,005 ⁽²⁾	D	\$65.2	79,898	D	
Common Stock	05/01/2018		S		300 ⁽²⁾	D	\$65.225	79,598	D	
Common Stock	05/01/2018		S		725 ⁽²⁾	D	\$65.25	78,873	D	
Common Stock	05/01/2018		S		500 ⁽²⁾	D	\$65.325	78,373	D	
Common Stock	05/01/2018		S		331 ⁽²⁾	D	\$65.35	78,042	D	
Common Stock	05/01/2018		S		800 ⁽²⁾	D	\$65.375	77,242	D	
Common Stock	05/01/2018		S		295 ⁽²⁾	D	\$65.4	76,947	D	
Common Stock	05/01/2018		S		300 ⁽²⁾	D	\$65.425	76,647	D	
Common Stock								53,354	I	Held in trust with reporting person and spouse as co-trustees

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)					

**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)	\$35.05	05/01/2018		M				16,694 ⁽¹⁾	(3)	02/21/2024	Common Stock	16,694	\$0	42,263	D		

Explanation of Responses:

1. Represents the number of stock options exercised under a Rule 10b5-1 Trading Plan entered into previously.
2. Represents number of shares sold under a Rule 10b5-1 Trading Plan entered into previously.
3. This award was granted on February 21, 2014 with one-third of the option becoming exercisable on each of February 21, 2015, February 21, 2016, and February 21, 2017.

/s/ Kramer B. Ortman, attorney- 05/03/2018
in-fact for Mr. Mezey

** 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.

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