

SUBIN NEIL S  
Form 3  
January 22, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â SUBIN NEIL S</p> <p>(Last) (First) (Middle)</p> <p>3300 SOUTH DIXIE HIGHWAY,Â SUITE 1-365</p> <p>(Street)</p> <p>WEST PALM BEACH,Â FLÂ 33405</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/12/2018</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>ITERIS, INC. [ITI]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	100,000 <u>(1)</u> <u>(2)</u>	I	By Trust A-2 - Lloyd I. Miller
Common Stock	1,251,126 <u>(1)</u> <u>(2)</u>	I	By LIM III - Trust A-4
Common Stock	1,251,125 <u>(1)</u> <u>(2)</u>	I	By MBM - Trust A-4
Common Stock	193,714 <u>(1)</u> <u>(2)</u>	I	By Trust C - Lloyd I. Miller
Common Stock	57,720 <u>(1)</u> <u>(2)</u>	I	By Trust D - Lloyd I. Miller
Common Stock	42,743 <u>(1)</u> <u>(2)</u>	I	By Lloyd I. Miller, III Revocable Trust
Common Stock	1,456,523 <u>(1)</u> <u>(2)</u>	I	By Milfam II L.P.
Common Stock	372,175 <u>(1)</u> <u>(2)</u>	I	By Milfam I L.P.
Common Stock	32,190 <u>(1)</u> <u>(2)</u>	I	By LIMFAM LLC

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date <small>(Month/Day/Year)</small>	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	<small>Date Exercisable</small>	<small>Expiration Date</small>			
		Title	Amount or Number of Shares		

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director   10% Owner   Officer   Other

SUBIN NEIL S  
3300 SOUTH DIXIE HIGHWAY  
SUITE 1-365  
WEST PALM BEACH, FL 33405

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## Signatures

/s/ Paul N. Silverstein  
Attorney-in-fact

01/22/2018

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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).

(1) Except for possessing voting and dispositive power, the reporting person disclaims any other beneficial ownership of, and specifically any pecuniary interest in, the securities reported herein. This filing is not, and shall not be deemed, an admission (and the reporting person expressly disclaims) that the reporting person is, for purposes of Rule 16a-1(a)(2) under Section 16 of the Securities Exchange Act of 1934, the beneficial owner of any equity securities covered by this filing.

(2) Mr. Neil Subin has succeeded to the position of President and Manager of MILFAM LLC, which serves as manager, general partner, or investment advisor of a number of entities formerly managed or advised by the late Lloyd I. Miller, III. Mr. Subin also serves as trustee of a number of Miller family trusts. There has been no acquisition transaction by the reporting person with respect to the securities reported herein within the meaning of Section 16 of the Securities Exchange Act.

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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