

ITERIS, INC.

Form 3

November 15, 2013

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)

1. Name and Address of Reporting
Person *

Â Christensen Craig A

(Last) (First) (Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/07/2013

3. Issuer Name and Ticker or Trading Symbol
ITERIS, INC. [ITI]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Controller6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

1700 CARNEGIE AVE

(Street)

SANTA ANA,Â CAÂ 92705

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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

2,500

D Â

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

SEC 1473 (7-02)

**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 control number.****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
(Month/Day/Year)Date Exercisable Expiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Stock Option (right to buy)	08/09/2013 ⁽¹⁾	08/08/2022	Common Stock	20,000	\$ 1.5	D	Â
Stock Option (right to buy)	07/29/2014 ⁽²⁾	07/28/2023	Common Stock	15,000	\$ 1.81	D	Â
Restricted Stock Unit	08/10/2013 ⁽³⁾	08/10/2016	Common Stock	7,500	\$ 1.5	D	Â
Restricted Stock Unit	07/29/2014 ⁽⁴⁾	07/29/2017	Common Stock	10,000	\$ 1.81	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Christensen Craig A 1700 CARNEGIE AVE SANTA ANA, CA 92705	Â	Â	Â Controller	Â

Signatures

/s/ Craig Christensen 11/15/2013

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) Stock option becomes exercisable in a series of four (4) successive equal annual installments measured from the grant date (08/09/2012)
- (2) Stock option becomes exercisable in a series of four (4) successive equal annual installments measured from the grant date (07/29/2013)
- (3) Restricted Stock Unit vests in four equal annual installments measured from the grant date of 08/09/2012. The original grant was for 10,000 units, which 2,500 vested and was issued on 08/10/2013.
- (4) Restricted Stock Unit vest in four equal annual installments measured from the grant date 07/29/2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.