## Edgar Filing: ITRON INC /WA/ - Form 4

ITRON INC	C/WA/									
Form 4										
August 19, 2	2008									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL		
Washington, D.C. 20549								OMB Number:	3235-0287	
Check this box if no longer								Expires:	January 31, 2005	
subject to STATEMENT OF CHAN				IGES IN BENEFICIAL OWN			ERSHIP OF	Estimated a		
Section 16. SECURITIES							burden hours per			
Form 4 o Form 5		enter a continu	1(1) = f(1)		4 т	71	A £ 1024	response	0.5	
obligatio	-	rsuant to Section				•				
may con	tinue. Section 17(	(a) of the Public $V_{30}(h)$ of the 1	•	•	-	•		L		
See Instr	ruction	50(II) 01 the I	investmen	t Compa	ily A	Ct 01 1940	0			
1(b).										
(Print or Type	Responses)									
1. Name and Address of Reporting Person 2. Issuer Name and Ticker or Trading 5. Relationship of I							Reporting Person(s) to			
GAYLORI				Issuer						
ITRO			ON INC /WA/ [ITRI]				(Check all applicable)			
(Last)	(First) (I	Middle) 3. Date	of Earliest 7	Transaction			(Check	an applicable	)	
			n/Day/Year)			_X_ Director		Owner		
			-				Officer (give titleOther (specify below)			
Filed(M			mendment, Date Original			6. Individual or Joint/Group Filing(Check				
			Month/Day/Year)				Applicable Line)			
							_X_ Form filed by One Reporting Person Form filed by More than One Reporting			
LIBERTY	LAKE, WA 9901	9					Person		porting	
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative	Secu	rities Acqu	iired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	ty (Month/Day/Year) Executio		· · ·			(D)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
(Insu: 5)		any (Month/Day/Year)	(Instr. 8)		Owned Following					
					(A)		Reported Transaction(s)	(I) (Instr. 4)		
			Col V	<b>A</b>	or	D.	(Instr. 3 and 4)	(1150. 7)		
Common				Amount		Price \$				
Stock	08/18/2008		Р	250 <u>(1)</u>	А	» 104.015	1,355	D		
Stork						10.1010				

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

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 Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exerce Expiration D		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(wonubbay) rear)	(Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/ e		Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
GAYLORD CHARLES H JR 2111 N MOLTER ROAD LIBERTY LAKE, WA 99019	Х							
Signatures								
			**					

By: MariLyn R. Blair, as attorney-in-fact For: Charles H. Gaylord, Jr.

\*\*Signature of Reporting Person

## **Explanation of Responses:**

\* 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).

(1) Shares purchased pursuant to 10b5-1 Plan.

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.

08/19/2008

Date