

ITERIS, INC.
Form DEFA14A
October 05, 2018

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)**

Filed by the Registrant X

Filed by a Party other than the Registrant O

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

Iteris, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

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- (1) Amount Previously Paid:
 - (2) Form, Schedule or Registration Statement No.:
 - (3) Filing Party:
 - (4) Date Filed:
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October 5, 2018

Dear Fellow Stockholder:

According to our latest records, we have not yet received your proxy for the important annual meeting of shareholders of Iteris, Inc. to be held on October 11, 2018. **Your Board of Directors recommends that stockholders vote FOR all Proposals.**

Your vote is extremely important, no matter how many or how few shares you may own. Whether or not you have already done so, **please vote TODAY** by telephone or the Internet, or by signing, dating and returning the enclosed vote instruction form in the postage paid envelope provided.

If you have any questions or need assistance in voting, please call our proxy solicitor, D.F. King & Co., Inc. at (866) 751-6310 (toll-free).

Thank you for your continued support.

Very truly yours,

Joe Bergera

Chief Executive Officer

