

ITERIS, INC.
Form SC 13G
January 23, 2018

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)**

(Amendment No. __)*

Iteris, Inc.
(Name of Issuer)

Common Stock

(Title of Class of Securities)

46564T107

(CUSIP Number)

January 12, 2018

Edgar Filing: ITERIS, INC. - Form SC 13G

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☐ Rule 13d-1(d)

Page 1 of 5

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G

CUSIP No. 46564T107 Page 2 of 5 Pages

	NAME OF REPORTING PERSON
1	Neil S. Subin
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) ☐
	(b) ☐
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION
	United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER 5 4,601,659 SHARED VOTING POWER 6 96,874 SOLE DISPOSITIVE POWER 7 4,601,659 SHARED DISPOSITIVE POWER 8 96,874
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	4,698,533
10	CHECK BOX IF THE

	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
11	14.3% ¹
	TYPE OF REPORTING PERSON
12	IN-OO**

** See Item 4.

¹ The percentage reported in this Schedule 13G is based upon 32,787,202 shares of Common Stock outstanding according to the Form 10-Q filed by the Issuer on November 7, 2017.

Item 1(a). Name of Issuer:	Iteris, Inc.
Item 1(b). Address of Issuers' Principal Executive Offices:	1700 Carnegie Avenue, Suite 100, Santa Ana, CA, 92705
Item 2(a). Name of Person Filing:	Neil S. Subin
Item 2(b). Address of Principal Business Office or, if None, Residence:	3300 South Dixie Highway Suite 1-365 West Palm Beach, Florida 33405
Item 2(c). Citizenship:	U.S.A.
Item 2(d). Title of Class of Securities:	Common Stock
Item 2(e). CUSIP Number:	46564T107

Item 3. IF THIS STATEMENT IS FILED
PURSUANT TO RULE 13d-1(b) OR
13d-2(b) or (c), CHECK WHETHER THE
PERSON FILING IS A:

Not Applicable, this statement is filed
pursuant to 13d-1(c)

OWNERSHIP: This filing is being made
to report that Mr. Neil S. Subin has
succeeded to the position of President and
Manager of MILFAM LLC, which serves

Item 4. 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.

(a) 4,698,533

(b) 14.3%

(c) (i) sole voting power: 4,601,659

(ii) shared voting power: 96,874

(iii) sole dispositive power: 4,601,659

(iv) shared dispositive power: 96,874

Item 5. OWNERSHIP OF FIVE PERCENT OR
LESS OF A CLASS:

Not Applicable

Item 6.

OWNERSHIP OF MORE THAN FIVE
PERCENT ON BEHALF OF ANOTHER
PERSON:

Persons other than Neil S. Subin have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the reported securities.

Item IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY
7. BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

Not Applicable

Item IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:
8.

Not Applicable

Item NOTICE OF DISSOLUTION OF GROUP:
9.

Not Applicable

Item CERTIFICATION:
10.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 23, 2018 /s/ Neil S. Subin
Neil S. Subin