

NOSBAUM LEROY D
 Form 4
 November 07, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
 NOSBAUM LEROY D

2. Issuer Name and Ticker or Trading Symbol
 ITRON INC /WA/ [ITRI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 2818 N. SULLIVAN ROAD

3. Date of Earliest Transaction (Month/Day/Year)
 11/07/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman & CEO, Director

(Street)
 SPOKANE, WA 99216

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				(A) or (D)	Price					
				Code	V	Amount				
Common Stock	11/07/2005		M		13,783	A	\$ 21.0625	34,616	D	
Common Stock	11/07/2005		M		20,000	A	\$ 15.3438	54,616	D	
Common Stock	11/07/2005		M		5,215	A	\$ 5.1563	59,831	D	
Common Stock	11/07/2005		S		400	(1)	D	\$ 45.21	59,431	D
Common Stock	11/07/2005		S		400	(1)	D	\$ 45.22	59,031	D

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Common Stock	11/07/2005	S	885 <u>(1)</u>	D	\$ 45.26	58,146	D
Common Stock	11/07/2005	S	1,100 <u>(1)</u>	D	\$ 45.27	57,046	D
Common Stock	11/07/2005	S	1,850 <u>(1)</u>	D	\$ 45.28	55,196	D
Common Stock	11/07/2005	S	700 <u>(1)</u>	D	\$ 45.29	54,496	D
Common Stock	11/07/2005	S	5,176 <u>(1)</u>	D	\$ 45.31	49,320	D
Common Stock	11/07/2005	S	1,600 <u>(1)</u>	D	\$ 45.32	47,720	D
Common Stock	11/07/2005	S	1,690 <u>(1)</u>	D	\$ 45.33	46,030	D
Common Stock	11/07/2005	S	100 <u>(1)</u>	D	\$ 45.34	45,930	D
Common Stock	11/07/2005	S	1,724 <u>(1)</u>	D	\$ 45.35	44,206	D
Common Stock	11/07/2005	S	100 <u>(1)</u>	D	\$ 45.3731	44,106	D
Common Stock	11/07/2005	S	100 <u>(1)</u>	D	\$ 45.38	44,006	D
Common Stock	11/07/2005	S	3,700 <u>(1)</u>	D	\$ 45.39	40,306	D
Common Stock	11/07/2005	S	800 <u>(1)</u>	D	\$ 45.43	39,506	D
Common Stock	11/07/2005	S	500 <u>(1)</u>	D	\$ 45.45	39,006	D
Common Stock	11/07/2005	S	600 <u>(1)</u>	D	\$ 45.49	38,406	D
Common Stock	11/07/2005	S	1,415 <u>(1)</u>	D	\$ 45.51	36,991	D
Common Stock	11/07/2005	S	398 <u>(1)</u>	D	\$ 45.55	36,593	D
Common Stock	11/07/2005	S	400 <u>(1)</u>	D	\$ 45.57	36,193	D
Common Stock	11/07/2005	S	1,960 <u>(1)</u>	D	\$ 45.63	34,233	D
Common Stock	11/07/2005	S	1,300 <u>(1)</u>	D	\$ 45.67	32,933	D
	11/07/2005	S	302 <u>(1)</u>	D	\$ 45.71	32,631	D

Common Stock								
Common Stock	11/07/2005	S	150 <u>(1)</u>	D	\$ 45.73	32,481	D	
Common Stock	11/07/2005	S	695 <u>(1)</u>	D	\$ 45.75	31,786	D	
Common Stock	11/07/2005	S	100 <u>(1)</u>	D	\$ 45.7747	31,686	D	
Common Stock	11/07/2005	S	998 <u>(1)</u>	D	\$ 45.82	30,688	D	

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NOSBAUM LEROY D 2818 N. SULLIVAN ROAD SPOKANE, WA 99216	X		Chairman & CEO, Director	

Signatures

By: MariLyn R. Blair, as attorney-in-fact For: LeRoy D. Nosbaum

11/07/2005

__Signature of Reporting Person

Date

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 sold pursuant to 10b5-1 Plan.

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