

Itron



environmental social governance

2019 REPORT



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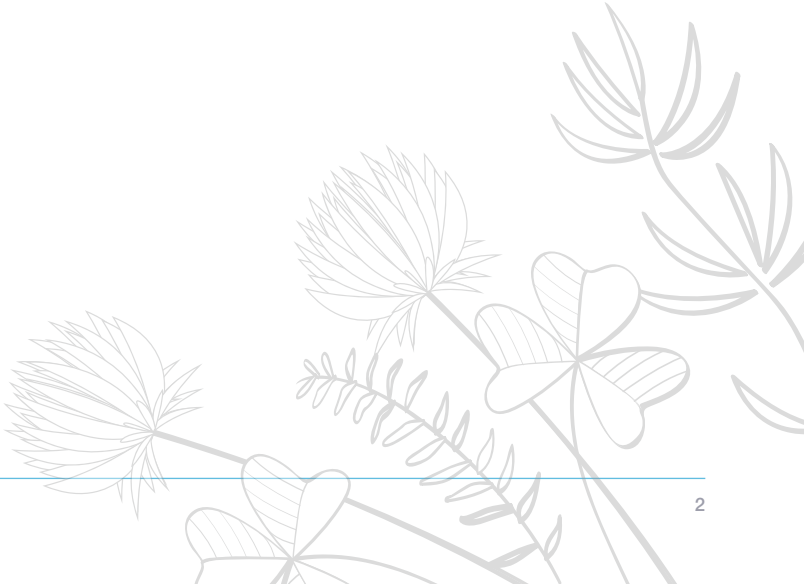
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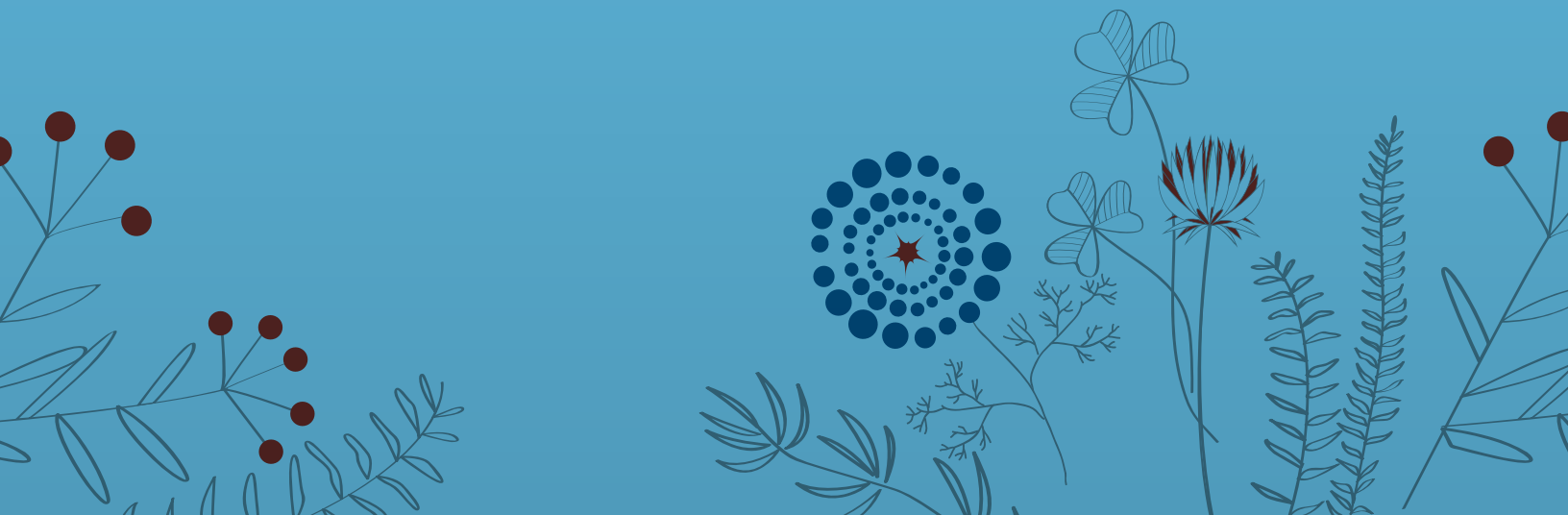
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OUR COMMITMENT TO SUSTAINABILITY



FULFILLING OUR PURPOSE



As Itron’s CEO, I am grateful for the opportunity to lead our company into the next decade for many reasons—but primarily because **“What we do profoundly matters.”**

Energy is prosperity. Water is life. Clean, safe and reliable energy and water form the foundation of society as we know it today. And both are increasingly strained by a variety of challenges, ranging from digital transformation, urbanization and rising consumer expectations to severe weather, integrating new energy sources, security and aging infrastructure.

Itron is working to ensure that those resources are managed the best and most efficient way possible in the face of these challenges. This is our purpose as a company—to **create a more resourceful world.** One focused on the wise, careful use of water and energy. One that manages those resources efficiently and uses them thoughtfully. One that delivers them reliably, safely and affordably. Itron’s purpose as a company is all about making the most of what we have today and creating a better tomorrow for our customers, employees and the communities that we serve.

Our solutions and services help ensure energy and water are available for future generations. Our offerings promote conservation and sustainability. They help protect the environment by reducing emissions and eliminating waste in the energy and water delivery systems. They deliver better customer experiences. They make our cities smarter and help communities become more sustainable, economically viable and livable.

Resourcefulness is more than an external lens for us to look at the world through. It is both a mindset and a culture internally that fuels how we run our company—efficiently and effectively, thoughtfully and consciously. It is also the driving force behind how we contribute to our communities all around the world. Our commitment to creating a more resourceful world is the purpose that drives us, and I am proud to lead a team of nearly 8,000 employees every day as we strive to fulfill that purpose.

The following pages of this report highlight the great work we have been doing toward our purpose. They also highlight a new framework for our reporting of sustainability goals, which we are pleased to share with you this year.

Resourcefulness is our commitment to our company, our customers and our planet. Join us in creating a more resourceful world.

Sincerely,

A handwritten signature in black ink, appearing to read 'Tom Deitrich', written over a thin horizontal line.

Tom Deitrich
President and CEO
Itron, Inc.



A MESSAGE FROM THE BOARD



The world—and this industry—continue to evolve around us and as it does, the importance of doing what is right and doing it in a responsible, successful way is top of mind for the Itron Board of Directors. We recognize the value of what Itron does as it strives to create a more resourceful world—one with better management of energy and water for today and tomorrow. These resources are too important to waste or use unwisely.

Our Board fully supports the efforts of Itron in its environmental, social and governance goals, and we are committed to seeing our strategy executed successfully. On behalf of the Board, I am proud to share this strategy with you on the pages of this report.

Itron's mission is an important one that will ensure a sustainable future for us all.

Sincerely,

Lynda L. Ziegler
Chair of the Board
Itron Board of Directors

ITRON BOARD OF DIRECTORS

Itron's commitment to sustainability and responsible corporate practice begins with our board of directors. Led by Chair of the Board Lynda Ziegler and Itron President and Chief Executive Officer Tom Deitrich, the Itron board includes eight independent directors as well three committees that preside over specific business operations: *Audit/Finance*, *Compensation* and *Nominating and Corporate Governance*. Of our nine Board members, two are female and seven are male.

Lynda L. Ziegler, Chair, Itron Board of Directors

Former Executive Vice President of Power Delivery Services, Southern California Edison

Thomas S. Glanville

Managing Partner, Eschelon Advisors, LP

Frank M. Jaehnert

Former President and CEO, Brady Corporation

Jerome J. Lande

Head of Special Situations Scopia Capital Management LP

Timothy M. Leyden

Former EVP, CFO and COO, Western Digital Corporation

Thomas L. Deitrich

President & CEO Itron, Inc.

Daniel S. Pelino

Former General Manager, Public Sector Business, IBM Corporation

Gary E. Pruitt

Former Chairman and CEO, Univar N.V.

Diana D. Tremblay

Former Vice President, Global Business Services, General Motors Company

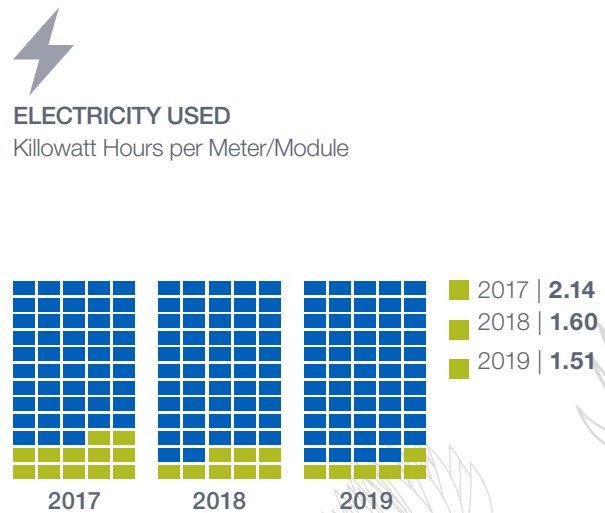
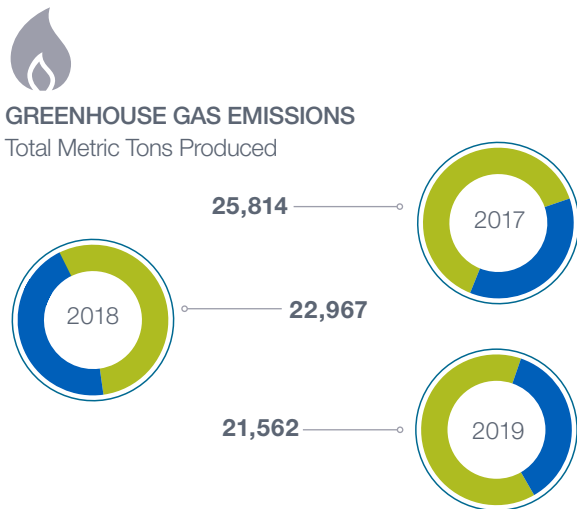
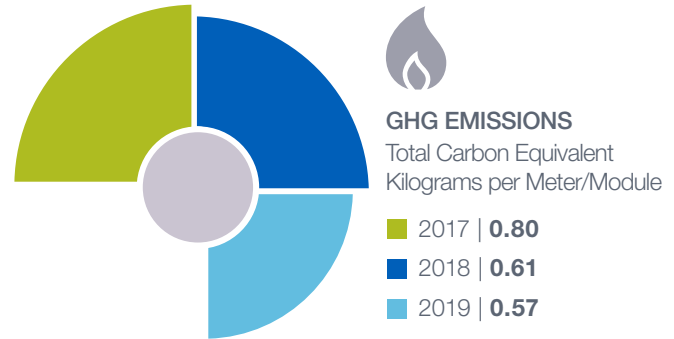
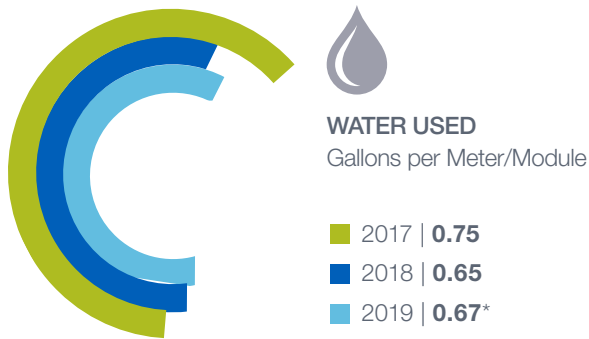


2019 HIGHLIGHTS

ITRON AT-A-GLANCE



SUSTAINABILITY METRICS



* Increase due to 6,000,000 gallon increase from the Liberty Lake office; local utility company installed new underground line for future use, requiring planting and watering of new grass.



OVERVIEW

WHO WE ARE AND WHAT WE DO

At Itron, we believe that the way energy and water are managed will define this century. This belief drives us to create a more resourceful world—one that uses precious energy and water resources more efficiently and effectively, and one that is committed to sustainability. Resourcefulness ties our actions together, and by working with our customers to ensure their success, we can improve the quality of life, ensure the safety and promote the well-being of people around the globe.

Itron enables utilities and cities to safely, securely and reliably deliver critical infrastructure solutions to communities in more than 100 countries. Our proven portfolio of smart networks, software, services, meters and sensors helps our customers better manage energy and water for the people they serve.

Structured around our operating segments of *Outcomes*, *Networked Solutions* and *Device Solutions*, we develop innovative technology to help our customers build and maintain critical infrastructure that can:



Think for itself, repair itself and anticipate problems before they occur.



Provide actionable insights for asset management.



Accommodate next-generation services without rip-and-replace upgrades.



Power energy and water systems that are safe, reliable and resilient.



Bounce back after natural disasters.



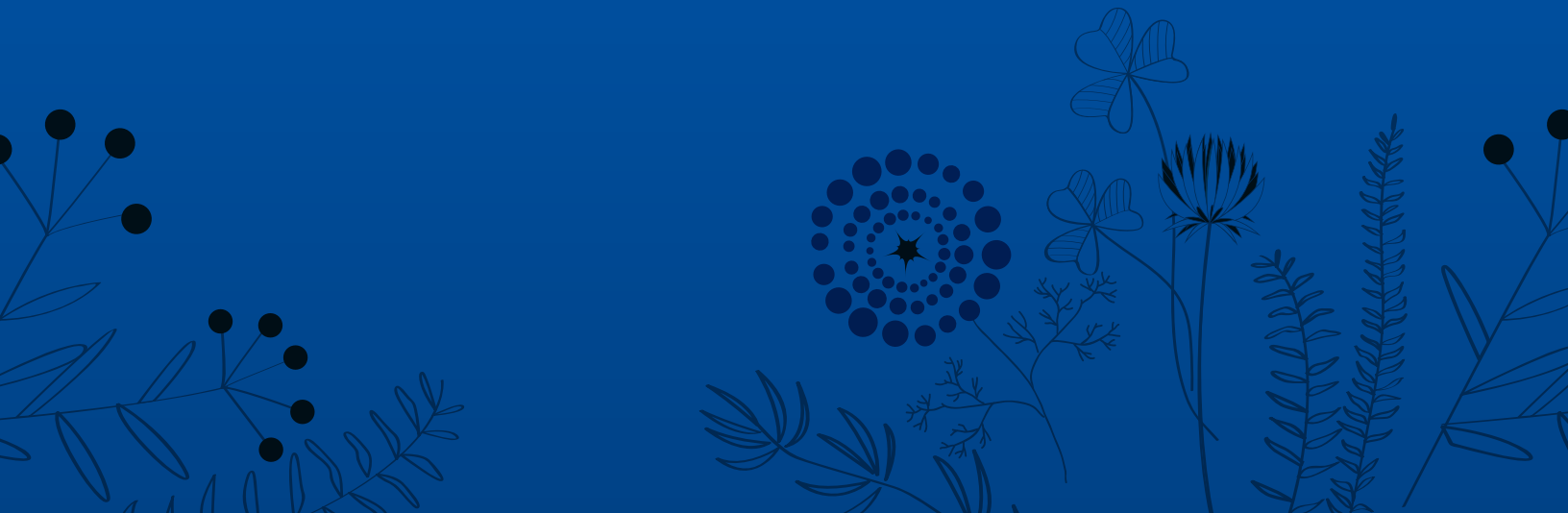
Ensure that energy and water resources are efficiently and effectively managed.



Deliver enhanced, more personalized services at lower cost.



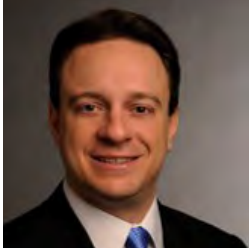
OUR ESG FRAMEWORK





PURPOSE & PASSION

ESTABLISHING OUR ESG FRAMEWORK



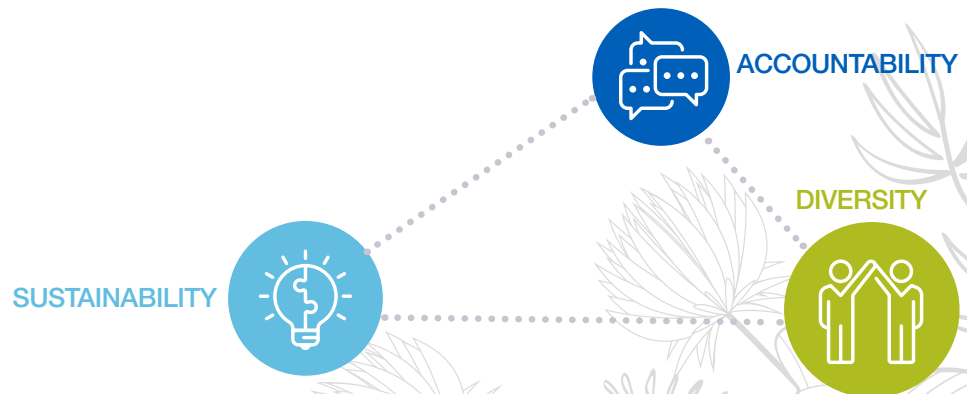
AN INTRODUCTION FROM
Kenneth P. Gianella
*Vice President, ESG Strategy
and Investor Relations*

Itron's ESG efforts are closely aligned with the operational and executive structure of our company. In 2019, we launched our four ESG operating pillars, refined the way we approached our ESG commitments and began to align to the U.N.'s Sustainable Development Goals (SDGs).

With our president and CEO overseeing Itron's ESG strategy, we have aligned executive leadership responsible for each of our key pillars that drive both internal and external initiatives. These leaders will be accountable for tracking progress and for promoting our core values throughout the company.

Itron prioritizes and commits to initiatives and associations that both embody and align with our strategic ambitions, operational efforts and community engagement as a company. Working with our customers and with local, national and international organizations, Itron strives to improve the communities where we live, work and play. In 2020, we will continue our hard work, highlighting progress toward external targets, aligning key performance indicators (KPIs) and improving our reporting process so that our key stakeholders are able to measure the long-term impact that our efforts have on the health, safety and value created for them.

In today's environment, Itron believes that being honest, forthright and consistent in our strategic and operational approach is needed more than ever. Itron is dedicated to improving transparency across our efforts and will continue to make steady progress toward our commitments.





PURPOSE & PASSION

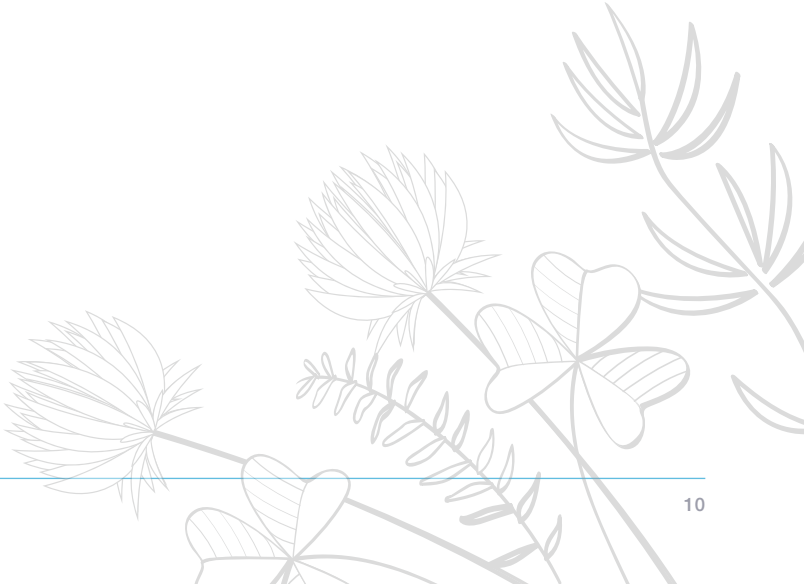
A COMMITMENT TO THE U.N. SUSTAINABLE DEVELOPMENT GOALS

Itron is committed to long-term sustainability across all that we do, including the impact our solutions make on the environment and the work we do in our communities. By partnering with global initiatives where we can have both a direct and indirect impact, our commitment to creating a more resourceful world resonates across our organization.

In 2019, Itron began the process of aligning our efforts with the United Nation’s Global Compact, as well as connecting our work to the U.N. SDGs. In particular, Itron’s efforts are grounded in responsible business practices related to human rights, the environment, labor and anti-corruption. While a strong first step, we believe it is important to align our collective efforts to solve the challenges put forth in the U.N. SDGs to achieving a better future for all by 2030.

As the leading global technology company serving critical infrastructure needs in the energy, water and smart city space, Itron is in a unique position to influence these global initiatives across our stakeholders, directly and indirectly, to achieve the right outcome and a more resourceful, sustainable world. To demonstrate our commitments, we have aligned our internal pillars to focus on delivering our commitments.

U.N. SUSTAINABLE DEVELOPMENT GOALS



U.N. SUSTAINABLE DEVELOPMENT GOALS

OUR IMPACT

While we support all of the U.N. SDGs, Itron's actions—driven by our purpose, mission and solutions—help influence the following goals:



CLEAN WATER AND SANITATION

Ensure availability and sustainable management of water and sanitation for all

With fresh water supplies under increasing stress in many parts of the world, concerns about water quality and access continue to grow—clean water is foundational to society. Itron solutions help preserve and protect water resources, ensuring it can be reliably and safely delivered to people around the world.



INDUSTRY, INNOVATION AND INFRASTRUCTURE

Build resilient infrastructure, promote inclusive and sustainable industrialization and foster innovation

Itron invents new ways for cities and utilities to work together so they can cost-effectively leverage the same infrastructure to deliver multiple services and applications on a reliable, intelligent network capable of serving all of their customers.



CLIMATE ACTION

Take urgent action to combat climate change and its impacts

Natural disasters related to climate change cost billions of dollars every year. In addition to helping reduce emissions, promote conservation and enhance sustainability efforts, Itron solutions also help make energy and water delivery systems more resilient and able to bounce back quickly after disasters.



AFFORDABLE AND CLEAN ENERGY

Ensure access to affordable, reliable, sustainable and modern energy for all

Access to energy is another foundational element of society. Our solutions promote energy efficiency and enable reliable, secure delivery of electricity and gas. Our solutions also help integrate clean energy sources into the mix.



SUSTAINABLE CITIES AND COMMUNITIES

Make cities and human settlements inclusive, safe, resilient and sustainable

We connect communities with citizens by deploying digital infrastructure consisting of sensors, devices, applications and smart networks in one unified platform, enabling communities to reimagine how they deliver services to improve efficiencies, reach sustainability goals, create economic opportunities and enhance quality of life for citizens.

The work we do at Itron every day contributes to these SDGs. And although we might not directly impact all 17 of the U.N. SDGs, we encourage our employees to seek out opportunities to influence them through actions at Itron and through involvement in their local communities.



A STRONG FOUNDATION THE FOUR PILLARS

Our company was founded in 1977 by engineers driven to find a better way for electricity, gas and water providers to manage their resources. Sustainability, efficiency and preservation of energy and water are part of our structural DNA as a company—and have been from the very beginning.

In 2019, we began laying the foundation for a reinvigorated approach to our ESG strategy at Itron. And while we have reported on some level of sustainability metrics since 2010, we wanted to more tightly align our company’s mission, vision and purpose with what we report on and how we report it.

We have built our sustainability and ESG efforts upon four key pillars. These pillars allow us to focus on and execute Itron’s ESG strategy across a diverse and ever-changing landscape of opportunities, both internally and externally. Collectively, they help us achieve our goals and commitments to our stakeholders.

OUR PILLARS



ENVIRONMENTAL AND OPERATIONAL STEWARDSHIP

How we run our company with an eye toward sustainability



SOLUTION IMPACT AND COMMUNITY INVOLVEMENT

The difference we make in the world, both with our technology and our people



DIVERSITY AND OUR HUMAN CAPITAL PLEDGE

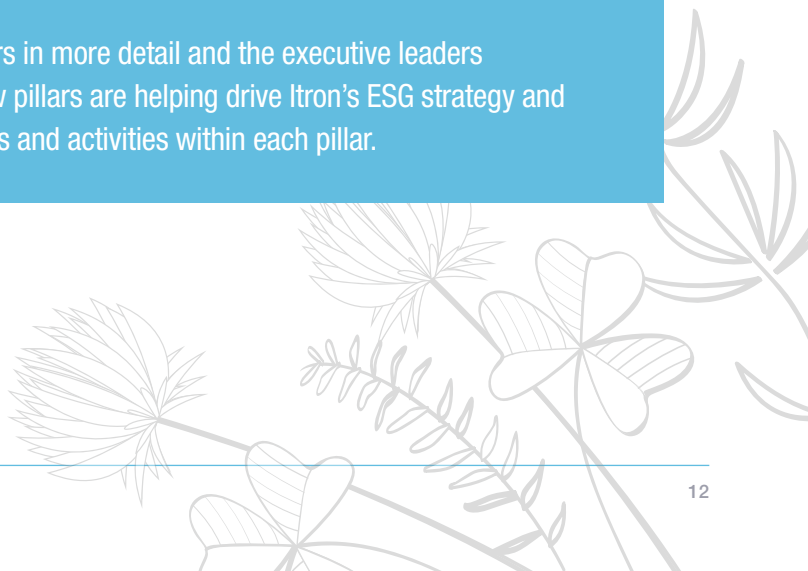
Our commitment to our employees across the globe



EFFECTIVE SHAREHOLDER ADVOCACY

A dedication to run our business predictably, profitably and with integrity

The following sections introduce these pillars in more detail and the executive leaders in charge of each pillar. They also demonstrate how pillars are helping drive Itron’s ESG strategy and highlight some of the key initiatives and activities within each pillar.



ENVIRONMENTAL & OPERATIONAL STEWARDSHIP



AN INTRODUCTION FROM
Maitrayee Ganguly
Vice President – Global Quality

Itron's solutions and services enable our customers to create a more resourceful world by:

- » Delivering operational efficiencies
- » Deploying and supporting safe, reliable and secure infrastructure
- » Providing insights for our customers to act upon and improve operations

We strive for the same efficient, safe, secure and data-driven results in our own operations. Itron is committed to environmental and operational stewardship that meets or exceeds industry standards. We empower our employees to work with our partners and our suppliers to deliver the excellence that our customers expect.

Internally, we track our efforts through three process streams:

- » Integrated Standards and Regulatory Management
- » Supply Chain Sustainability
- » Environmental Health, and Safety

Operating in the day-to-day can be tough, demanding and challenging in today's ever-evolving environment. But we encourage our employees to be creative and unlock innovation, empower them to “do the right thing” and inspire them to think beyond their role at Itron and understand the upstream and downstream impact of our commitments, our solutions and our role in creating a more resourceful world.

Our principle goal is to ensure we meet or exceed Itron's environmental, regulatory, statutory, information security and industry standard obligations. At Itron, we nurture a culture of continuous improvement that delivers value to our customers while at the same time promoting the safety and well-being of people and the environment around the world.

RELATED U.N. SUSTAINABLE DEVELOPMENT GOALS



ENVIRONMENTAL & OPERATIONAL STEWARDSHIP

LOCATIONS & CERTIFICATIONS

OUR LOCATIONS



★ Corporate Headquarters

● Key Locations

To see all of Itron's locations around the globe, please visit: <https://www.itron.com/na/about/worldwide-locations>

ISO 9001 QUALITY MANAGEMENT

Adelaide, Australia
 Americana, Sao Paulo, Brazil
 Argenteuil, France
 Asti, Italy
 Barcelona, Spain
 Chasseneuil, France
 Dehradun, India
 Felixstowe, U.K.
 Godollo, Hungary
 Jawa Baret, Indonesia
 Karlsruhe, Germany
 Liberty Lake, Wash., U.S.
 Macon, France
 Macon, France (Itron University)
 Massy, France
 Oconee (West Union), S.C., U.S.
 Oldenburg, Germany
 Raleigh, N.C., U.S.
 Reims, France
 Waseca, Minn., U.S.

ISO14001 ENVIRONMENTAL MANAGEMENT

Adelaide, Australia
 Americana, Sao Paulo, Brazil
 Argenteuil, France
 Asti, Italy
 Chasseneuil, France
 Dehradun, India
 Felixstowe, U.K.
 Godollo, Hungary
 Jawa Barat, Indonesia
 Karlsruhe, Germany
 Macon, France
 Massy, France
 Oldenburg, Germany
 Reims, France
 Waseca, Minn., U.S.

OHSAS 18001 OCCUPATIONAL HEALTH & SAFETY MANAGEMENT

Argenteuil, France
 Chasseneuil, France
 Godollo, Hungary
 Karlsruhe, Germany
 Reims, France
 Waseca, Minn., U.S.

ISO 27001 INFORMATION SECURITY MANAGEMENT

MANAGED SERVICES

Bangalore, India
 Budapest, Hungary
 Clonmel, Ireland
 Felixstowe, U.K.
 Liberty Lake, Wash., U.S.
 San Jose, Calif., U.S.
 Westlake, South Africa

MANUFACTURING

Chasseneuil, France
 Godollo, Hungary
 Waseca, Minn., U.S.

R&D

Bangalore, India
 Karlsruhe, Germany
 Waseca, Minn., U.S.



SOLUTION IMPACT & COMMUNITY INVOLVEMENT



AN INTRODUCTION FROM

Mark de Vere White

Senior Vice President – Customer and Market Experience

Around the world, people are growing increasingly aware of the need to make wise and resourceful use of water, energy and city services. This has led to a rise in efforts to prevent waste, increase efficiency and pursue options for using renewable energy, such as wind and solar. At the same time, the availability of intelligent devices and networks to power critical infrastructure solutions at the point of service—what many call the Industrial Internet of Things, or IIoT—presents enormous opportunities for addressing this need, and for enhancing the reliability and resiliency of our energy and water delivery systems. In the coming decades, these technologies and services will be influential in defining quality of life for hundreds of millions of people around the world.

At Itron, we have the privilege of aligning our purpose, our people and our solutions to address energy and water management. We enable utilities and cities to better serve their customers and communities, drive down costs and deliver new services and revenue opportunities. Itron is a leader in IIoT, with one of the largest connected platforms and installed base in the energy, water and smart city sectors. We invent new ways for cities and utilities to work together so they can cost-effectively leverage the same infrastructure to deliver multiple services and applications on a reliable, intelligent and secure network capable of serving all of their customers.

We also partner with like-minded organizations to improve livability and sustainability in communities around the world, raising awareness for energy and water issues and promoting STEM education for the next generation of the world's innovators and problem solvers.

From the intelligent, secure and resourceful delivery of energy and water to a range of connected community services—including well-lit and monitored streets; improved traffic flow, transportation and parking monitoring; waste and wastewater management; and public safety and incident response—we work with our customers to improve the quality of life, ensure the safety and promote the well-being of people around the world.

RELATED U.N. SUSTAINABLE DEVELOPMENT GOALS

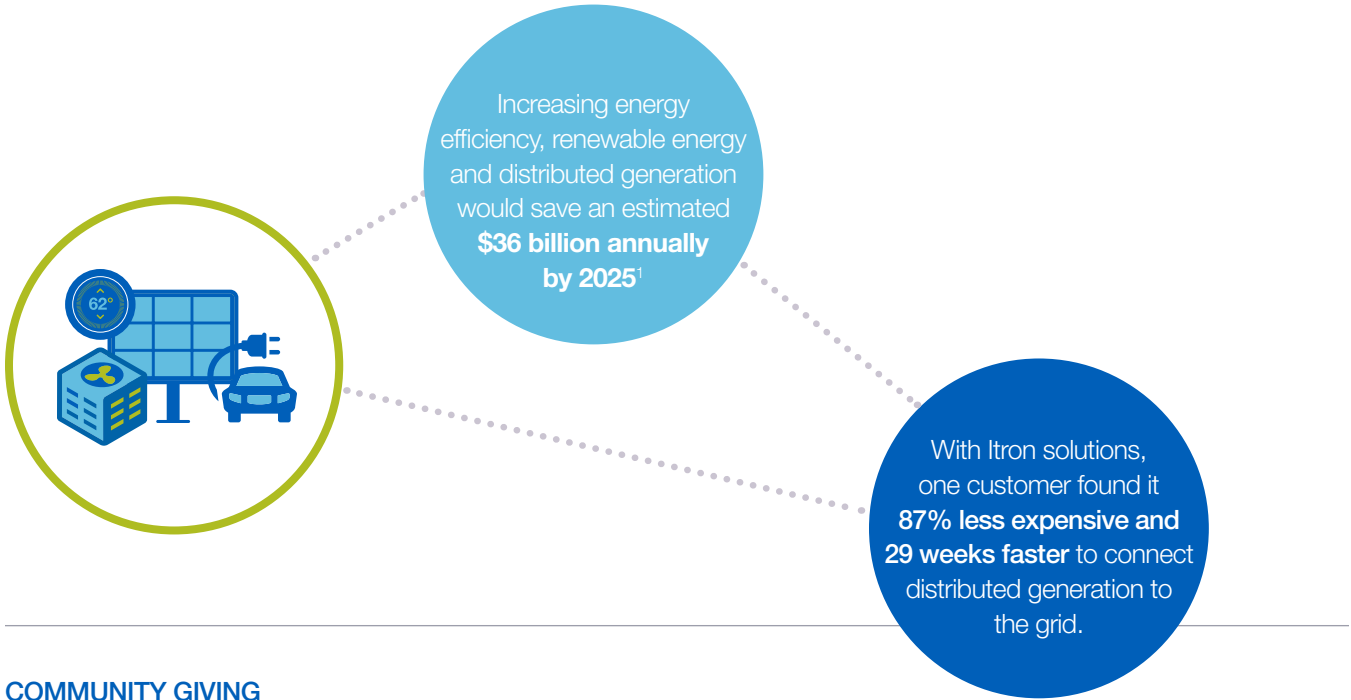




SOLUTION IMPACT & COMMUNITY INVOLVEMENT

MAKING A DIFFERENCE

Nearly four decades ago, our company was founded on the belief that “there has to be a better way,” that our utility customers could operate more effectively and efficiently. From its earliest days, the Itron brand promised to help our customers do exactly that—and our promise is stronger than ever.



COMMUNITY GIVING

Combined corporate + employee giving
\$1.5M (USD)



17,000 Volunteer hours donated



¹ Smart Grid Benefits, DOE Modern Grid Strategy, August 2007

DIVERSITY & OUR HUMAN CAPITAL PLEDGE



AN INTRODUCTION FROM

Michel Cadieux

Senior Vice President – Human Resources

At Itron, we firmly believe that a highly engaged workforce is foundational to our success and that all of our employees have an important role to play. To ensure Itron fulfills its purpose of innovating how utilities and cities manage energy and water, we have fostered a set of beliefs and behaviors within our organization. These cultural tenets form the foundation of how we work at Itron and help drive the actions and mindset we need to succeed together.

Itron has invested in and developed meaningful career ladders for employee growth and rewards; brought further clarity to roles and responsibilities across the organization; developed strategies to attract and retain diverse and top talent; and has made strides to promote and instill equality, diversity and fairness around the world.

We are committed to listening, learning and creating an environment where ideas and diverging opinions are heard and can be freely shared throughout the organization, and where we are continuously learning from one another—from our successes and even from our missteps.

Resourcefulness starts with the ingenuity and commitment of our employees. Together, our efforts help Itron's customers make the most of all the resources they have: natural, financial and human. Nearly 8,000 strong around the world, Itron employees embrace our purpose and strive to create a more resourceful world—from the inside, out.

RELATED U.N. SUSTAINABLE DEVELOPMENT GOALS



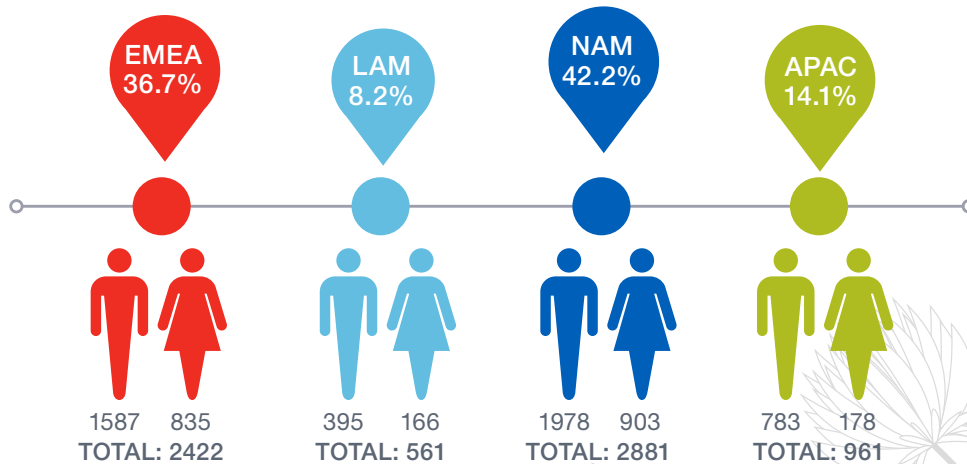
DIVERSITY & OUR HUMAN CAPITAL PLEDGE

OUR GUIDING PRINCIPLES

Itron has established five cultural tenets that help guide us day to day, ensuring we stay aligned to our purpose and core values as a company.



Itron is an equal opportunity employer that promotes cultural diversity and workforce equality—such as but not limited to: gender, age, race or ethnicity—and monitors our progress through various programs and policies.



*These numbers do not account for contingent workers (1077 as of Dec. 31, 2019).

EFFECTIVE SHAREHOLDER ADVOCACY



AN INTRODUCTION FROM

Sarah Hlavinka

Senior Vice President – General Counsel and Corporate Secretary

Itron's board and management team are committed to protecting and enhancing the value of our company. We shape our corporate strategy and policies guided by the tenet that sound corporate governance, unique to each company, promotes robust board oversight, strong executive management practices, and contributes to Itron's long-term sustainability and competitiveness. We actively engage our shareholders and carefully consider feedback on corporate governance, social and environmental issues important to our investors.

To promote transparency, in 2019 Itron engaged with almost two-thirds of our existing shareholder base and offered governance-specific meetings to shareholders representing over 50% of outstanding shares. Moreover, our directors met directly with shareholders representing nearly one-third of our outstanding shares.

Our strategic plan is built for the long-term, with oversight from a highly-engaged board, combined with strong management accountability and a commitment to ESG principles that is embedded into our cultural DNA.

As a company, we are in a tremendous position to serve our customers and markets. Our stewardship of both our operations and environmental impact is ethical and transparent, with clear and integrated management, financial and operational strategies to navigate both near- and long-term influences on our business. We are committed to driving value for our shareholders, our customers, our employees, our communities and our planet.

RELATED U.N. SUSTAINABLE DEVELOPMENT GOALS





EFFECTIVE SHAREHOLDER ADVOCACY

CORPORATE GOVERNANCE PROFILE

BOARD SUMMARY

Chairman classification	Independent
Separate chair/CEO	Yes
Independent lead director	N/A
Voting standard	Majority
Plurality carveout for contested elections	Yes
Resignation policy	Yes
Total director ownership (000 shares)	261
Total director ownership (%)	< 1
Percentage of directors owning stock	100%
Number of directors attending < 75% of meetings	0
Average director age	61
Average director tenure	7
Percentage of women on board	22%

SHAREHOLDER RIGHTS SUMMARY

Controlled company	No
Classified board	Yes
Dual-class stock	No
Vote standard for mergers/acquisitions	66.67%
Vote standard for charter amendment	Majority
Vote standard for bylaw amendment	66.67%
Shareholder right to call special meetings	Yes, 25%
Material restrictions on right to call special meetings	No
Shareholder right to act by written consent	Unanimous
Cumulative voting	No
Board authorized to issue blank-check preferred stock	Yes
Poison pill	No
Proxy access	No



environmental social governance

OUR IMPACT AND RESULTS





ENVIRONMENTAL & OPERATIONAL STEWARDSHIP



We are committed to protecting the environment and to mitigating climate impact in everything we do—from the solutions and services we provide to our customers to the way we develop and manufacture our products around the world. This commitment includes looking at the entire lifecycle for our products, from design and development to deployment and end-of-life. In short, we develop environmentally sustainable products with two key objectives in mind:

- » Design products and services that help our customers better manage energy and water resources, promote sustainability and conservation, and enable more efficient, effective operations.
- » Reduce Itron's environmental impact by operating more efficiently—both within the office and facilities where we perform our jobs, and in the manufacturing facilities where our products are developed and distributed.

Overall lifecycle thinking is a key principle of our approach to reducing environmental impact and improving material and energy/water efficiency across our own operations and through to our suppliers. We employ ISO 9001, ISO 14001 and OHSAS 18001 standards as the basis for our operations and assessments, as well as ISO 27001 for information security management.

Our procedures and processes also strive for compliance with a number of European Union directives—including WEEE, RoHS and REACH—across our products.

SUSTAINABILITY PRACTICES AT ITRON

Itron is updating its global sustainability strategy to govern all our facilities worldwide, including recently acquired operations. This strategy was completed in 2020 and is being implemented.

- » Due to the variances in regulations and laws where we operate, individual national facilities are governed by unique local environmental regulations.
- » We have enhanced our global reporting process with quarterly Executive Integrated Management Review meetings, where we report out across functions the progress on all local and regional operational KPIs, standards and regulations.
- » The measurements provided in this report cover Itron's internal production operations and processes over which Itron has direct control and influence.
- » Itron partners with contract manufacturers and suppliers whose adherence to standards, best practices and processes mirror our own.
- » Itron's suppliers and contract manufacturers are governed by a Code of Conduct, which is supplied to them as a part of the onboarding and contracting process.
- » Major Itron facilities are ISO 14001 certified and are audited by third parties for compliance (see page 14 for a full list). As a part of this ISO 14001 standard, energy, water and waste reductions and other and other environmental targets are managed at the individual facility level in accordance with ISO 14001 standards.



ENVIRONMENTAL & OPERATIONAL STEWARDSHIP

SUSTAINABILITY PRACTICES AT ITRON

- » Our facilities manage water and waste metrics at an individual level. We comply with all local regulations for wastewater and hazardous material disposal.
- » In most countries, Itron has processes in place to receive old or defective product, break it down, and properly dispose of or recycle its component parts safely.
- » Itron uses local utilities—who leverage a mix of sources—to provide energy to our facilities. The table below is a breakout of these energy sources for selected sites around the world.



MANUFACTURING WATER USE / WITHDRAWAL (GALLONS)

Total water usage / withdrawal for manufacturing	25,311,249
Total average number of workers	4,777
Total gallons per worker	5,298

Note: Does not include irrigation water. Includes data from 16 sites.

ENERGY SOURCES FOR EACH SITE

Site	Nuclear - kWh	Renewable - kWh	Other Non-Renewable - Kwh	Total - Kwh
Oldenburg	44,092	269,455	176,372	489,919
Cikarang	0	1,032,521	794,950	1,827,471
Oconee	14,096,000	0	0	14,096,000
Americana	0	8,169,159	0	8,169,159
Liberty Lake	0	2,071,691	1,800,629	3,872,320
Argenteuil-Macon-Massy-Chasseneuil	12,322,677	3,438,480	1,693,061	17,454,218
Asti	44,976	80,730	683,215	808,921
Karlsruhe	167,392	1,327,982	736,530	2,231,904
Godollo	0	0	1,644,010	1,644,010
Waseca	1,731,675	1,500,785	2,539,792	5,772,252
Buenos Aires	66,833	300,304	523,973	891,110
Adelaide	0	5,190	68,963	74,153
Totals	28,473,645	18,196,297	10,661,495	57,331,437
Percent of Total	49.7	31.7	18.6	

Note: Renewable energy is produced from sources that do not deplete or can be replenished within a human's life time. The most common examples include: wind, solar, geothermal and hydro-power. Non-renewable energy comes from sources that will run out or will not be replenished in our lifetimes. Most non-renewable energy sources are fossil fuels: coal, petroleum and natural gas.



ENVIRONMENTAL & OPERATIONAL STEWARDSHIP

OUR SUSTAINABILITY GOALS

	GOAL	UPDATE
2011	Compile and analyze Itron's worldwide energy and water footprint at all major facilities.	Completed the implementation of Itron's new HSE Management system in 2013 to better capture safety and environmental data for tracking, reporting, and preventive or corrective actions when necessary.
	Raise awareness of Itron's sustainability initiatives and expectations among our employees.	Through continued adoption of this system and its reporting capabilities, Itron is raising awareness of our sustainability initiatives and safety performance worldwide.
2012	Achieve LEED certification for corporate headquarters.	Received LEED Gold Level certification for our corporate HQ in August 2012.
	Ensure all U.S. manufacturing sites are ISO 14001-certified.	West Union, S.C. certified in Q4 2012 and Owenton, Ky. in 2013. All U.S. manufacturing sites are now ISO 14001-certified.
2013	Reduce U.S. occupational injury/illness rates by 15 percent against 2010 baseline.	Reduced U.S. occupational injury/illness rates by 12.5 percent against 2010 baseline. Began analyzing and reporting root-cause data to continue improving on this goal.
	Improve near-miss reporting and corrective actions to proactively reduce risks in our plants with 2012 baseline year near-miss reporting data.	Completed the implementation of Itron's new HSE Management system in 2013 to better capture safety data, including near-miss incidents, to proactively reduce safety risks in our plants.
2014	Ensure all major worldwide manufacturing sites are ISO 14001-certified.	Oldenburg, Germany became certified in 2014. Americana, Brazil is working towards certification in the next few years.
2015	Ensure all manufacturing sites have verifiable Hazmat inventories by December 2016 by using corporate or equivalent Hazmat Inventory format.	Goal completed.
2016	Achieve ISO 14001 certification for Americana, Brazil.	Americana Brazil achieved ISO 14001 certified in 2016.
2017	Develop company-level sustainability strategy.	Itron's health, safety, environmental and sustainability team is working on a high-level strategy to begin implementing in 2020.
2018	Develop company-wide Environmental Occupational Health and Safety policy.	A new, global HSE policy was released in October 2018.
2019	Launch a study to quantify environmental benefits from deployment of Itron's solutions.	Study to estimate the environmental impact of our solutions is being planned with a leading academic institution.
2020	Begin review of Itron's sustainability policies and processes and document overall global sustainability strategy.	In 2019, we launched our four ESG operating pillars, refined the way we approached our ESG commitments and began to align to the U.N.'s Sustainable Development Goals.

ENVIRONMENTAL & OPERATIONAL STEWARDSHIP

METRICS & MEASUREMENTS

	2017	2018	2019	Year-Over-Year Change (2018-2019)
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ENERGY USE¹

Direct

Natural gas (therms)	638,000	548,054	537,197	-2%
Fuel oil (gallons)	25,520	25,863	22,600	-13%
Propane (gallons)	40,831	47,672	46,153	-3%

Indirect

Electricity (kWh)	69,319,887	60,605,076	57,331,437	-5%
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ELECTRICITY USE (KWH)

Per meter/module sold	2.14	1.60	1.51	-6%
Per \$1,000 USD revenue	34.35	25.51	22.91	-10%

GHG EMISSIONS (METRIC TONS)

Direct (Natural Gas, Fuel Oil, Propane)

Carbon dioxide	3,636.0	3,445.0	3,347.9	-3%
Methane-carbon equivalent	1.7	1.7	1.6	-6%
Nitrogen-oxide carbon equivalent	3.0	3.1	2.9	-6%

Indirect-Carbon Equivalent (CO₂, CH₄e, N₂Oe)	22,174.0	19,518.0	18,209.9	-7%
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TOTAL (Carbon Equivalent)	25,814.7	22,967.8	21,562.3	-6%
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GHG EMISSIONS TOTAL CARBON EQUIVALENT (KG)

Per meter/module sold	0.80	0.61	0.57	-7%
Per \$1,000 USD revenue	12.79	9.67	8.62	-11%

WATER USE (GALLONS)

Manufacturing and HQ	24,265,876	24,691,235	25,311,249	3%
Irrigation	15,303,184	6,413,096	12,510,876	95%

TOTAL	39,569,060	31,104,331	37,822,125	22%
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Per meter/module sold	0.75	0.65	0.67	3%
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Per \$1,000 USD revenue	12.02	10.39	10.11	-3%
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ENVIRONMENTAL & OPERATIONAL STEWARDSHIP METRICS & MEASUREMENTS

	2017	2018	2019	Year-Over-Year Change (2018-2019)
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SOLID WASTE - NON-RECYCLED (LBS) LANDFILL & INDUSTRIAL LANDFILL

TOTAL	2,210,566	2,052,545	2,253,151	10%
Per meter/module sold	0.07	0.05	0.06	20%
Per \$1,000 USD revenue	1.10	0.86	0.90	5%

SOLID WASTE - RECYCLED (LBS)

TOTAL	10,434,020	10,007,129	7,735,051	-23%
Per meter/module sold	0.32	0.26	0.20	-23%
Per \$1,000 USD revenue	5.17	4.21	3.09	-27%

HAZARDOUS WASTE - NON-RECYCLED (LBS) STABILIZATION & INCINERATION

TOTAL	1,060,651	951,834	907,231	-5%
Per meter/module sold	0.03	0.03	0.02	-33%
Per \$1,000 USD revenue	0.53	0.40	0.36	-10%

HAZARDOUS WASTE - RECYCLED (LBS)

TOTAL	842,985	1,075,540	558,580	-48%
Per meter/module sold	0.03	0.03	0.01	-67%
Per \$1,000 USD revenue	0.42	0.45	0.22	-51%

EMPLOYEE SAFETY (U.S. DATA ONLY)

Number of days away from work	195	33	0	-100%
Average # of U.S. employees	2,885	3,330	3,264	-2%
Lost time incident rate (LTIR)	0.30	0.12	0.00	-100%
Recordable incident rate (RIR)	1.20	0.31	0.28	-10%
Fatalities	0	0	0	—

NOTES ON 2019 PERFORMANCE

Irrigation water use / withdrawal: Increase due to 6,000,000 gallon increase from the Liberty Lake office. The local utility company installed new underground line for future use. Planting and watering new grass caused the increase in irrigation water usage.

Solid waste to landfill: A 200,000 pound increase from the Karlsruhe site was due to clearing of waste from lines that were shut down in 2018.

Hazardous waste non-recycled: A 18,000 pound reduction in waste due to processes being outsourced in Karlsruhe in December 2018 and a 69,357 pound reduction from Americana.

Hazardous waste recycled: A 395,575 pound reduction in waste due to two processes being outsourced in Karlsruhe in December 2018.



ENVIRONMENTAL & OPERATIONAL STEWARDSHIP

REPORT PARAMETERS & PERFORMANCE INDICATORS

CATEGORY	#	DESCRIPTION	RESPONSE
1. Strategy and Analysis	1.1	Statement from the most senior decision-maker of the organization that includes: short-, medium- and long-term vision, broad trends affecting sustainability priorities, key events and achievements and failures, views on performance, and short- and long-term challenges.	Page 4 of this report
2. Organizational Profile	2.1	Name of the organization	Itron, Inc.
	2.2	Primary brands, products and services, and the degree to which the company utilizes outsourcing.	Page 3 of Form 10-K (2019 Annual Report)
	2.3	Operational structure of the organization, including main divisions, operating companies, subsidiaries and joint ventures.	Page 2 of Form 10-K (2019 Annual Report)
	2.4	Location of organization's headquarters.	Page 18 of Form 10-K (2019 Annual Report)
	2.5	Number of countries where the organization operates, and names of countries either with major operations or that are specifically relevant to the sustainability issues covered in the report.	Page 18 of Form 10-K (2019 Annual Report)
	2.6	Nature of ownership and legal form.	Cover of Form 10-K (2019 Annual Report)
	2.7	Markets served, including geographic breakdown, sectors served, and types of customers/beneficiaries.	Pages 1, 2, 90 of Form 10-K (2019 Annual Report)
	2.8	Scale of the reporting organization, including: number of operations, net sales, total capitalization broken out by debt and equity, quantity of products or services, total assets, ownership breakdown, sales and revenues by region, costs by region, and number of employees.	Pages 1, 2, 4, 47, 48, 90 of Form 10-K (2019 Annual Report)
	2.9	Significant changes during the reporting period regarding size, structure or ownership.	Page 23 of Form 10-K (2019 Annual Report)
	2.10	Awards received in the reporting period.	Page 34 of this report
3. Report Parameters	3.1	Reporting period for information provided.	Jan. 1-Dec. 31, 2019
	3.2	Date of most recent previous report.	2018
	3.3	Reporting cycle.	Annual
	3.4	Contact point for questions regarding the report or its contents.	sustainability@itron.com
Report Profile	3.5	Process for defining report content, including: materiality analysis, report topic prioritization, stakeholders expected to use the report and how the company applied GRI's Guidance on Defining Report Content.	Pages 9, 12 of this report
	3.6	Boundary of the report and whether the company's global operations has either control or significant influence over the entity.	Pages 9, 12-20 of this report
	3.7	State any specific limitations on the scope or boundary of the report.	n/a
	3.8	Basis for reporting on joint ventures, subsidiaries, leased facilities, outsourced operations and other entities that can significantly affect comparability from period to period and/or between organizations.	Page 51 of Form 10-K (2019 Annual Report)
Investor Relations			



ENVIRONMENTAL & OPERATIONAL STEWARDSHIP

REPORT PARAMETERS & PERFORMANCE INDICATORS

CATEGORY	#	DESCRIPTION	RESPONSE
	3.10	Explanation of the effect of any re-statements of information provided in earlier reports, and the reasons for such re-statement (e.g., mergers/acquisitions, change of base years/periods, nature of business, measurement methods), region and number of employees.	n/a
	3.11	Significant changes from previous reporting periods in the scope, boundary or measurement methods applied in the report.	Pages 9-12 of this report
	3.12	Table identifying the location of the Standard Disclosures in the report.	Pages 30, 40, 41, 44 of this report
4. Governance, Commitments and Engagements	4.1	Governance structure of the organization, including committees under the highest governance body responsible for specific tasks, such as setting strategy or organizational oversight. Include number of independent board members, committee memberships, ESG responsibilities of board members, gender, age group, minority membership.	Pages 5, 19-20 of this report
	4.2	Indicate whether the Chair of the highest governance body is also an executive officer.	These positions are split at Itron.
	4.3	For organizations that have a unitary board structure, state the number of members of the highest governance body that are independent and/or non-executive members. How does the company define "independent" and "non-executive."	Pages 5, 20 of this report
	4.4	Mechanisms for shareholders and employees to provide recommendations or direction to the highest governance body. Include processes for shareholder resolutions; how the company works with representation bodies and how they are represented on/to the board; and ESG topics raised through these mechanisms.	boardofdirectors@itron.com
	4.5	List of stakeholder groups engaged by the organization.	Customers, partners, analysts, investors, employees
	4.15	Basis for identification and selection of stakeholders with whom to engage. Should include how company defines stakeholder groups, and how it determines those with which to engage and not engage.	We survey our customers to gauge their satisfaction with Itron's products and services.

PART 2: PERFORMANCE INDICATORS

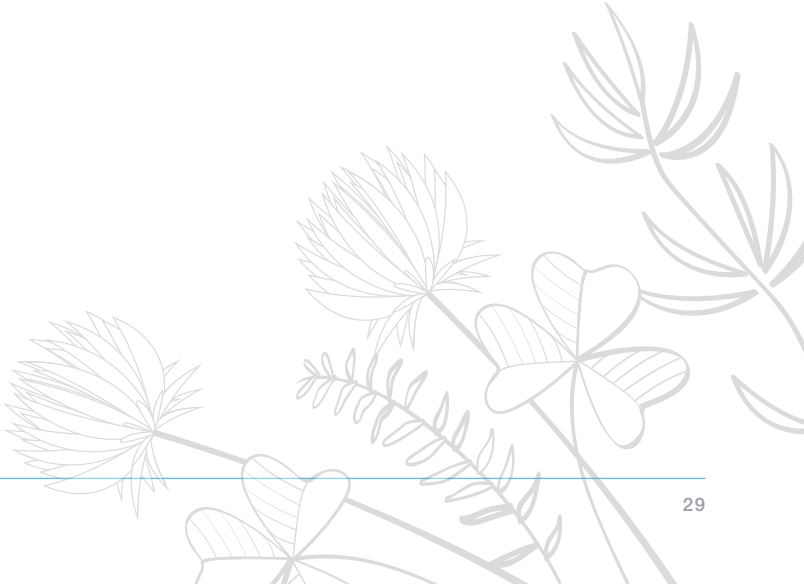
Environmental			
Energy	EN3	Direct energy consumption by primary energy source.	Page 25 of this report
Emissions, Effluents & Waste	EN16	Total direct and indirect greenhouse gas emissions by weight.	Page 25 of this report
	EN17	Other relevant indirect greenhouse gas emissions by weight.	Page 25 of this report
	EN19	Emissions of ozone-depleting substances by weight.	Page 25 of this report
	EN20	NOx, SOx, and other significant air emissions by type and weight.	Not reported
	EN22	Total weight of waste by type and disposal method.	Page 26 of this report
	EN24	Weight of transported, imported, exported or treated waste deemed hazardous under the terms of the Basel Convention Annex I, II, III and VIII, and percentage of transported hazardous waste shipped internationally.	Zero
	EN28	Monetary value of significant fines and total number of non-monetary sanctions for non-compliance with environmental laws and regulations.	\$0



ENVIRONMENTAL & OPERATIONAL STEWARDSHIP

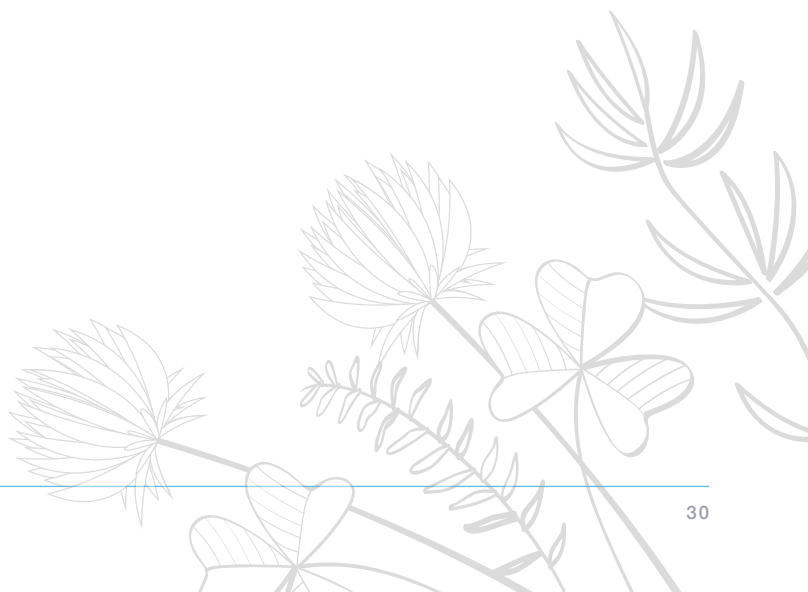
REPORT PARAMETERS & PERFORMANCE INDICATORS

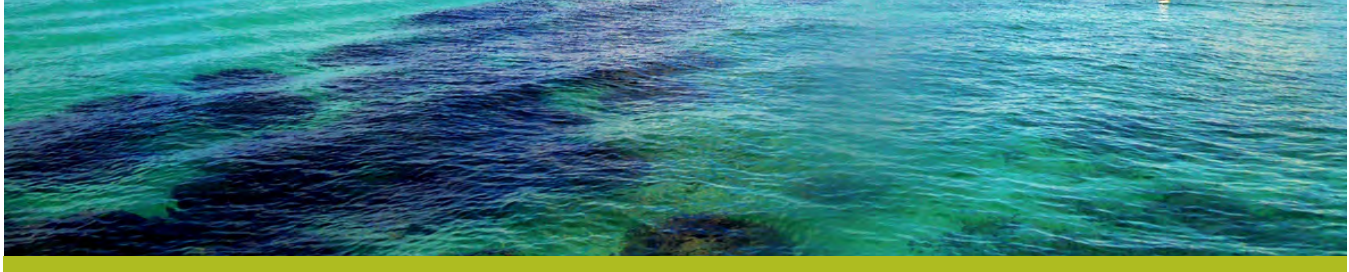
CATEGORY	#	DESCRIPTION	RESPONSE
Human Rights			
Indigenous Rights	HR9	Total number of incidents of violations involving rights of indigenous people and actions taken.	Zero
Labor Practices and Decent Work			
Occupational Health & Safety	LA7	Rates of injury, occupational diseases, lost days and absenteeism, and number of work-related fatalities by region and gender.	Page 26
Society			
Anti-Competitive	SO7	Total number of legal actions for anti-competitive behavior, anti-trust, and monopoly practices and their outcomes.	None
Product Responsibility			
Marketing	PR7	Total number of incidents of non-compliance with regulations and voluntary codes concerning marketing communications, including advertising promotion and sponsorship by type of outcomes.	Zero
Economic			
Economic Performance	EC1	Direct economic value generated and distributed, including revenues, operating costs, employee compensation, donations and other community investments, retained earnings, payments to capital providers and payments to governments.	Page 46 of Form 10-K (2019 Annual Report)



ENVIRONMENTAL & OPERATIONAL STEWARDSHIP DISCLOSURES

STATEMENT	RESPONSE
Utilizes ISO 14001 environmental management system	Pages 14, 22 of this report
Identifies environmental risks	Page 23 of this report
Climate change policy including strategy, performance and risks	https://www.itron.com/na/-/media/itron/documents/corporate-social-responsibility/sustainability-report.pdf
Targets for reducing GHG emissions	TBD
Provides GHG emission data (direct and scope2)	Page 25 of this report
Provides energy consumption data	Page 25 of this report
Provides water consumption data	Page 25 of this report
Provides hazardous and non-hazardous waste generation and disposal data	Page 25 of this report
Production waste recycling and management programs	Page 25 of this report
Chemical waste management program	https://www.itron.com/na/about/supplier-diversity
Promotes economic inclusion in supplier selection	https://www.itron.com/na/about/supplier-diversity
Environmental, health and safety policy	https://investors.itron.com/index.php/static-files/5e8753c6-fb17-4018-95c8-550e89c7746e
Provides health and safety data across all operations along with efforts to improve	Pages 13, 26 of this report
Reports sustainability metrics in accordance with the GRI	Pages 27-29 of this report
Annual conflict minerals disclosure	https://investors.itron.com/node/13511/html





SOLUTION IMPACT & COMMUNITY INVOLVEMENT



We work with our customers to leverage our technology and find ways to better the world around us. We challenge all of our employees, customers, partners and other stakeholders to find ways to help us create a more resourceful world.

Here are just a few examples of our customers' recent successes, enabled by Itron technology. For more examples of how Itron solutions help our customers better manage energy and water around the world, please download the 2019 Proven Benefits Presentation available at itron.com/esg.

CUSTOMER SUCCESS STORIES



DETECTING LEAKS TO PRESERVE WATER

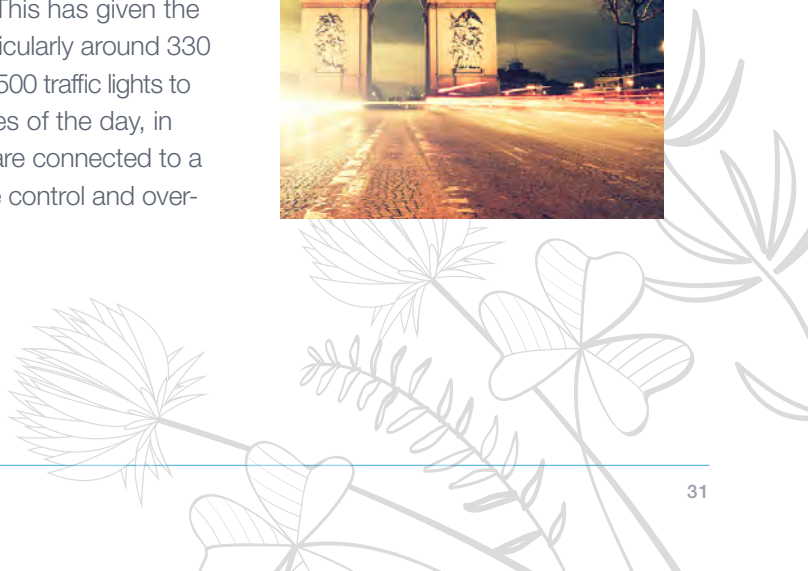
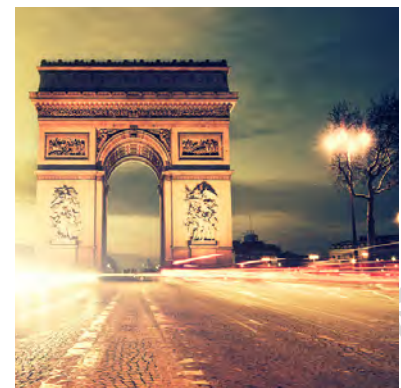
City of Fairborn | U.S.

According to the EPA, on average 10% of homes in the United States have water leaks, resulting in nearly 100 gallons of wasted water each day at each household. Located in Ohio, the City of Fairborn provides water service for over 30,000 residents, and with its previous-generation automated meter reading (AMR) system, the city would collect data every 30-45 days. In homes with water leaks, this was adding up to a significant loss of water. By migrating to an advanced metering infrastructure (AMI) system with analytics, the city has been able to not only collect meter data more efficiently and regularly, but also detect leaks in customer homes and businesses, and then inform consumers of potential leaks and how to address them.

IMPROVING MULTIPLE CITY SERVICES

City of Paris | France

With a city-wide network canopy in place, the City of Light is managing over 200,000 streetlights through a collaboration between EVESA, Itron and the City of Paris—and aims to cut lighting energy use by 30% over 10 years. This has given the City a single network to monitor and control its lighting—particularly around 330 monuments and squares—as well as synchronize more than 1,500 traffic lights to optimize traffic patterns and ease congestion at different times of the day, in different parts of the City. All of these assets across the city are connected to a unified back-office system for real-time management, remote control and over-the-air programming.





SOLUTION IMPACT & COMMUNITY INVOLVEMENT CUSTOMER SUCCESS STORIES



EMPOWERING CUSTOMERS TO MEET DEMAND RESPONSE GOALS

Pepco Holdings, Inc. | U.S.

Pepco Holdings (PHI) is one of the largest energy delivery companies in the Mid-Atlantic region, serving about two million customers in Delaware, the District of Columbia, Maryland and New Jersey. As a regulated transmission and distribution company, PHI’s business strategy focuses on upgrading infrastructure, building a smarter grid and enhancing the customer experience as a means to achieve its shareholder and environmental sustainability goals. PHI leverages a variety of Itron solutions for demand response, energy efficiency, and customer engagement and has installed over 456,000 load control devices, reduced load across its grid by over 400MW (since 2009) and deployed demand response programs in approximately 50% of the homes in its Maryland territory—all on the way to numerous industry awards and recognition.

BUILDING SAFER, MORE RESILIENT CITIES

Miami-Dade County | U.S.

Sanitary sewer overflows (SSOs) can occur when the flow rates through the sanitary sewer system exceed the pumping capacity, and can quickly contaminate public parks and waterways, cause property damage and threaten public health. Due to these risks, SSOs are prohibited by the U.S. EPA. Exacerbated by frequent natural disasters and a warming climate, many utilities struggle with SSOs—but Itron and partner US3 have developed smart sensors for near real-time monitoring of SSOs across Miami-Dade’s service territory. With near real-time visibility at key locations in its distribution network, the utility can address regulatory concerns by proactively identifying conditions that cause sewer overflows with accurate measurement, improved monitoring and data insights.



To learn more about the successes our customers have had, please download and review the 2019 Proven Benefits Presentation, a companion piece to this 2019 ESG Report, at itron.com/esg.



SOLUTION IMPACT & COMMUNITY INVOLVEMENT

BUSINESS CASE VALUE

BREAKDOWN BY END MARKETS WE SERVE

All of our revenue and profitability is derived from helping utilities and cities become more operationally efficient and better manage energy and water resources.



END MARKETS AS A % OF TOTAL REVENUE

	2017	2018	2019
Electric	51%	56%	60%
Gas	26%	24%	20%
Water	23%	20%	20%
TOTAL	100%	100%	100%

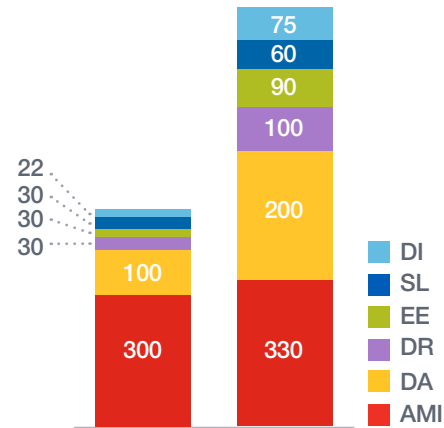
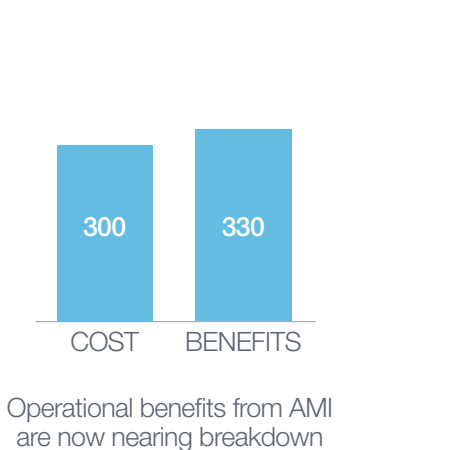
NOTE: As of Q4 2018, Itron no longer reports revenue by *Electric*, *Gas* and *Water* segments. These numbers are approximate based on the company's best estimates.

INCREASING VALUE WITH SMART TECHNOLOGY

Advanced metering infrastructure (AMI) has proven operational benefits to utilities. But by layering additional applications onto an AMI system, our utility and city customers can see not only greater operational savings, but also opportunities to promote conservation and efficiency, engage with customers and communities, and pursue new business models. Download the 2019 Proven Benefits Presentation to learn more about how Itron technology increases value, available at itron.com/esg.

Average North American Smart Grid Business Case*

Dollars/customer, electric only, PV over 20 years



B/C ratio: ~1.9

Distributed applications represent and create additional benefits and new business model opportunities

*Based on publicly-available U.S. smart grid business/rate cases and includes Itron internal estimates.

AMI: Advanced Metering Infrastructure; DA: Distribution Automation; CVR: Conservation Voltage Reduction; DR: Demand Response; EE: Energy Efficiency (Portal); SL: Streetlights; DI: Distributed Intelligence Apps

SOLUTION IMPACT & COMMUNITY INVOLVEMENT INNOVATION & INDUSTRY LEADERSHIP

From the customers we serve and the companies we support to the communities where we live, work and play, sustainability is integral to everything we do. Over the last several years, Itron received recognition for contributions on several fronts as we continue to help our customers be more resourceful with energy and water.



Listed Among Corporate
Knights Clean200



Listed Among America's
Most Responsible Companies



Demand Response:
Leadership at the Edge



Field Area Network
Leader: Navigant
Research Leaderboard



Intelis Gas Meter: IoT
Breakthrough Award



Visionary: Gartner Magic
Quadrant for Managed IoT
Connectivity Services



AMI Solutions Company
of the Year in Asia-
Pacific Region



Smart Streetlights
Leader: Navigant
Research Leaderboard



#1 U.S. Smart
Lighting Projects



Leader: Gartner Magic
Quadrant for MDM



Winner: Global Award
for Sustainability

SOLUTION IMPACT & COMMUNITY INVOLVEMENT

CREATING RESOURCEFUL COMMUNITIES

Itron and our employees have a distinct role to play in keeping our communities vibrant, well-educated and working collectively to create a more sustainable future. Our employee giving program, Itron Gives, empowers all of our employees to be active participants in their communities through volunteerism, mentoring and personal giving—all full-time employees based in North America **receive 32 paid hours per year** to serve their communities with organizations of their choice. In addition, **Itron will match up to \$1,000 per employee per year** for any charitable contributions employees make to qualifying nonprofit organizations. Outside of North America, Itron employees are serving their communities through group volunteer events, disaster relief and signature projects that create positive community impact.

OVER 1.5M STUDENTS

directly influenced by educational programs in 2019

5M EDUCATORS

in the Discovery Education network



27.3M CONSUMERS

reached through the Power Over Energy campaign

863,000 IMPRESSIONS

for #ItronGives on Twitter



SOLUTION IMPACT & COMMUNITY INVOLVEMENT EDUCATING THE NEXT GENERATION

A critical component of our work in the community centers on educating the next generation about the challenges facing energy and water management. By deepening our commitment to support STEM education programs and create educational resources, we hope to inspire innovation, cultivate interest in careers in our industry and act as mentors on the path to a more resourceful future. Our initiatives reach millions of students, educators and consumers in over 90 countries around the globe.



POWER OVER ENERGY® IS AN ENERGY LITERACY INITIATIVE focused on educating, empowering and motivating us to make smart decisions about the way we use electricity. It has over 1M Facebook fans and is backed by a coalition of business, nonprofit and government organizations—such as the U.S. Department of Energy, Smart Energy Consumer Collaborative, Environmental Defense Fund and more.

Learn more at poweroverenergy.org.

ITRON AND DISCOVERY EDUCATION PARTNERED TO CREATE A STANDARDS-ALIGNED EDUCATIONAL PROGRAM and two virtual field trips that encourage middle school students to explore the relationship between water and energy and discover how technologies are empowering consumers, making cities smarter and moving us toward a more energy-efficient future.

See it at learntoconserve.com.



Itron partnered with University of Texas professor Michael E. Webber—an internationally recognized thought leader, widely cited author and dynamic speaker—to create and distribute the **RESOURCEFULNESS APP: AN INTERACTIVE, DIGITAL CURRICULUM THAT TEACHES KEY CONCEPTS ABOUT ENERGY AND WATER** for K-12 students, colleges, industry and the general public.

View the curriculum at stem.guide/resourcefulness.

Water and energy are two foundational components of society—and they are far more interconnected than most realize. **THIRST FOR POWER EXPLORES THE HISTORY OF CIVILIZATION'S QUEST TO PROCURE ABUNDANT WATER AND ENERGY**, from ancient Roman aqueducts to modern America's vast hydroelectric infrastructure.

See it at thirstforpower.com/the-film/.





SOLUTION IMPACT & COMMUNITY INVOLVEMENT ITRON IN THE COMMUNITY



Spreading holiday cheer



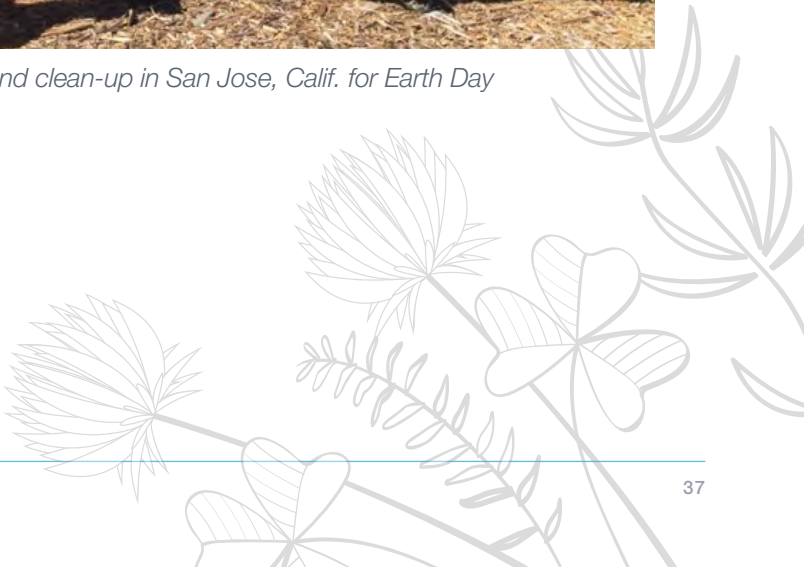
Educating Girl Scouts about energy, water and our Resourcefulness patch



Speaker Afdhel Aziz talks about the power of purpose at Itron Utility Week



Trail maintenance and clean-up in San Jose, Calif. for Earth Day





SOLUTION IMPACT & COMMUNITY INVOLVEMENT

ITRON IN THE COMMUNITY



The Itron flag at the North Pole as a part of ClimateForce



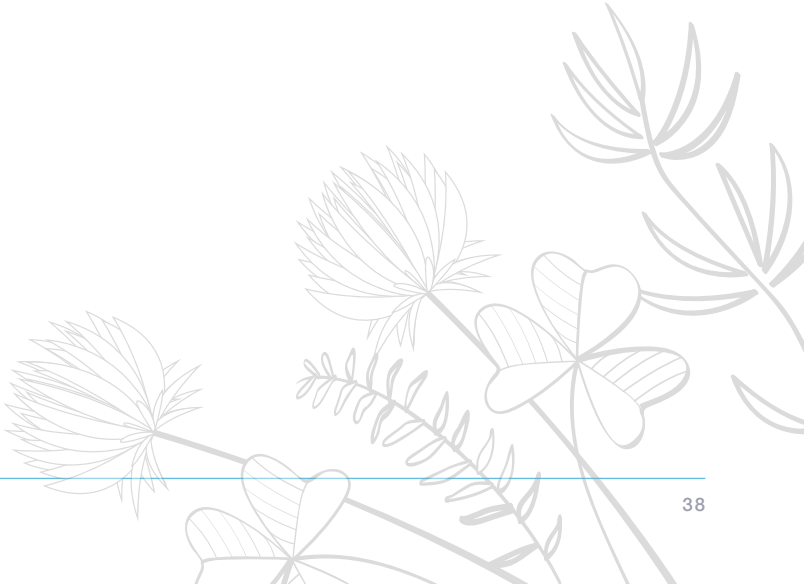
Itron employees plant 1,200 trees around Lake Kannamangala in India



Itron employees, customers and partners cleaning the beaches at Itron Utility Week 2019



Reading hour at the local library in Waseca, Minn.



DIVERSITY & OUR HUMAN CAPITAL PLEDGE



A UNIFIED CULTURE

To help us solidify our position as a world-leading technology and services company, we have instilled a set of shared cultural tenets into our organization through a series of corporate-led and site-based activities.

These tenets form the foundation of how we work at Itron and help drive the behaviors, and mindset we need to succeed—and help ignite our passion, purpose and performance as an organization.



COLLABORATION

We work together, win together—and learn together



OWNERSHIP

We do what we say we're going to do as we pursue our vision



PREDICTABILITY

We build and maintain processes that ensure efficiency, quality and service



AGILITY

We move with speed and dexterity in an ever-changing landscape



INNOVATING & LEARNING

We innovate and improve—ourselves, our technology and the services we provide

EMPLOYEE ENGAGEMENT, ACQUISITION AND RETENTION

Itron is dedicated to a culture of employee engagement through ownership of individual and team achievements. This creates a more predictable, agile and innovative company while encouraging the health and wellness of employees and engagement within our local communities.

Our career and performance management programs encourage managers and employees to have ongoing discussions throughout the year on topics such as feedback, development and growth opportunities.

Our talent acquisition and retention programs help us find and keep top talent inside our walls, fueling both our growth and our impact on sustainability efforts.

We measure engagement utilizing various tools and methods such as turnover data and exit interview surveys on a regular basis to identify trends within the organization as a whole and with our top talent population. This includes the engagement of employees and helps us identify employees' reasons for leaving the company. The data is trended over time and compared against historical and industry averages.

Equipped with these insights, Itron is better able to predict the impact and cost of regretful turnover to the company as well as identify gaps in employee engagement, skillsets and learning opportunities.

EMPLOYEE DEVELOPMENT

Itron employees logged over 25,000 hours of professional training and development last year through our internal programs alone.



Encouragement and friendly competition help power our success. That's why we created Itron Fit, a worldwide program that promotes a healthy lifestyle through physical activity, mindfulness and team building.

DIVERSITY & OUR HUMAN CAPITAL PLEDGE

OVERVIEW OF KEY POLICIES

In addition to supporting the U.N.'s guidance on safe and ethical work environments, Itron's labor and employment practices are outlined in a number of strategic policies, including:

EQUAL EMPLOYMENT OPPORTUNITY POLICY: It is the policy of Itron Inc. to afford equal opportunity for employment to all individuals regardless of race, color, religion, sex, gender identity, age, national origin, citizenship, sexual orientation, marital status, pregnancy, medical condition, veteran status, disability, genetic information and to prohibit gender identity, ancestry, discrimination and harassment based on any of these factors. Itron Inc. also observes the fair employment laws in each respective jurisdiction in which we operate. We are strongly bound to this policy.

GLOBAL HUMAN RIGHTS POLICY: We are committed to maintaining and improving systems and processes to avoid complicity in human rights violations related to our own operations, our supply chain and our products. This policy covers several main principles, including: diversity and non-discrimination; harassment prohibition; workplace safety; prevention of human trafficking, forced labor and child labor; working hours and minimum wage standards; freedom of association/collective bargaining; product responsibility; privacy; environmental stewardship; and supplier responsibility.

CODE OF CONDUCT: The Code of Conduct serves as an important resource to ensure our business interactions, inside and outside the company, are conducted with integrity. The Code applies to everyone at Itron, including directors, officers and all employees of the company and its subsidiaries and affiliates. All representatives of Itron are required to read, understand and fully comply with this Code.

REPORTING AND NON-RETALIATION POLICY: Itron has an open door policy and recommends that employees share their questions, concerns, suggestions or complaints with someone who can address them properly, including an employee's supervisor, the Legal Department, Human Resources Department or anyone in a management position whom employees are comfortable approaching. Supervisors and managers are required to report suspected violations of Company policy or the Code of Conduct to the Company's Compliance Officer who will investigate all reported violations. Neither the Company nor any of its employees may retaliate or discriminate against any employee who: (a) submits a report of a suspected violation; (b) lawfully provides information regarding any conduct which the employee reasonably believes violates Company policy or the Code or (c) participates in or otherwise assists with an investigation.

SUPPLIER CODE OF CONDUCT: Itron's Supplier Code of Conduct defines corporate responsibility requirements that apply to all Itron third-party suppliers, vendors and service providers. We celebrate diversity and are committed to creating an inclusive environment within our supply chain. Moreover, Itron is committed to the values and ethics rules as defined by the United Nation's Global Compact of March 4, 2004. Itron expects all suppliers to direct their efforts in the same direction.

DIVERSITY & OUR HUMAN CAPITAL PLEDGE DISCLOSURES

STATEMENT	RESPONSE
Workforce and labor rights policy	https://investors.itron.com/static-files/cb6041a0-4423-485e-a889-335959ee0e92
Global human rights policy and training in conformance with the UN Universal Declaration of Human Rights and OECD Guidelines for Multinational Enterprises	https://investors.itron.com/index.php/static-files/44151431-cb31-47d1-bd7a-82a4c5d043ec
Supports water as a fundamental human right	https://www.itron.com/pl/solutions/who-we-serve/water
Prohibits use of child and forced labor, including suppliers	https://investors.itron.com/index.php/static-files/44151431-cb31-47d1-bd7a-82a4c5d043ec
Applies human rights policy to suppliers and partners across the globe	https://investors.itron.com/index.php/static-files/44151431-cb31-47d1-bd7a-82a4c5d043ec
Promotes gender diversity across the workforce and senior management	https://www.itron.com/-/media/itron/documents/hr/eeo.pdf
Promotes diversity beyond gender across the work force and senior management	https://investors.itron.com/static-files/50b55e14-1cf3-4d0b-8766-c4b3c2a7ec68
Promotes workforce equality and fair employment and prohibits discrimination of any kind across the workforce and senior management	https://www.itron.com/-/media/itron/documents/hr/eeo.pdf
Permits freedom of association and the right to collective bargaining	https://www.itron.com/-/media/itron/documents/hr/eeo.pdf
Code of conduct applicable to employees, partners and suppliers (audited)	https://investors.itron.com/index.php/static-files/cb6041a0-4423-485e-a889-335959ee0e92
Promotes economic inclusion in supplier selection	https://www.itron.com/na/about/supplier-diversity
Anti-bribery and corruption policy and training for all employees and management	http://investors.itron.com/static-files/cb6041a0-4423-485e-a889-335959ee0e92
Confidential whistleblower hotline	http://investors.itron.com/static-files/cb6041a0-4423-485e-a889-335959ee0e92
Reports sustainability metrics in accordance with the GRI	Pages 27-29 of this report
Provides financial and employee information on a regional basis	https://investors.itron.com/index.php/static-files/30091a1d-7e4d-4681-8e7d-fd0b6d5861cc



EFFECTIVE SHAREHOLDER ADVOCACY



BOARD EXPERTISE

The following table summarizes the expertise and experience of the members of Itron's Board of Directors.

	Frank Jaehnert	Tom Glanville	Jerome Lande	Tim Leyden	Tom Deitrich	Dan Pelino	Gary Pruitt	Diana Tremblay	Lynda Ziegler	Total
Executive leadership experience	•	•	•	•	•	•	•	•	•	9
Business development experience	•	•	•	•	•	•	•	•	•	9
Financial literacy	•	•	•	•	•	•	•			7
Public board and governance experience	•	•	•	•	•	•	•	•	•	9
Industry expertise		•			•				•	3
Global experience	•	•		•	•	•	•	•		7
Manufacturing and/or supply chain expertise*	•			•	•	•	•	•		6
Technology and Innovation expertise		•		•	•	•	•			5
Marketing/sales expertise		•	•		•	•	•	•		6
Hardware/software services expertise				•	•	•			•	4
Government expertise						•			•	2
Compensation, benefits and talent management**	•		•	•	•	•		•	•	7
Mergers and acquisitions	•	•	•	•	•	•	•			7

* Has run or overseen manufacturing or supply chain operations.

** Serves as member of the Compensation Committee of our Board or has overseen compensation and benefits in a management capacity.

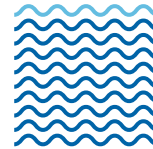
EFFECTIVE SHAREHOLDER ADVOCACY

BOARD OF DIRECTORS

BOARD TENURE AND DEMOGRAPHICS



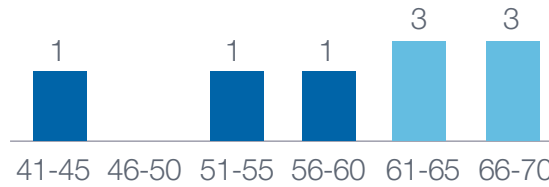
Director Tenure
Average **7 years**



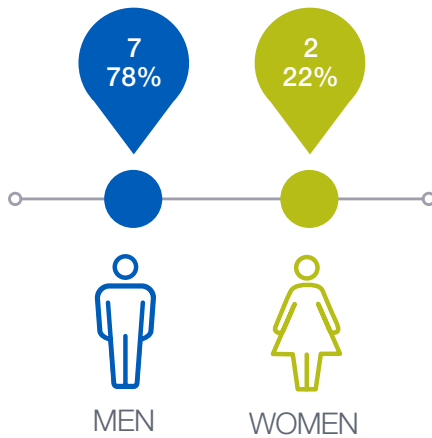
8 out of 9 Directors
or Nominees are
Independent



Director Age
Average: **61 years**

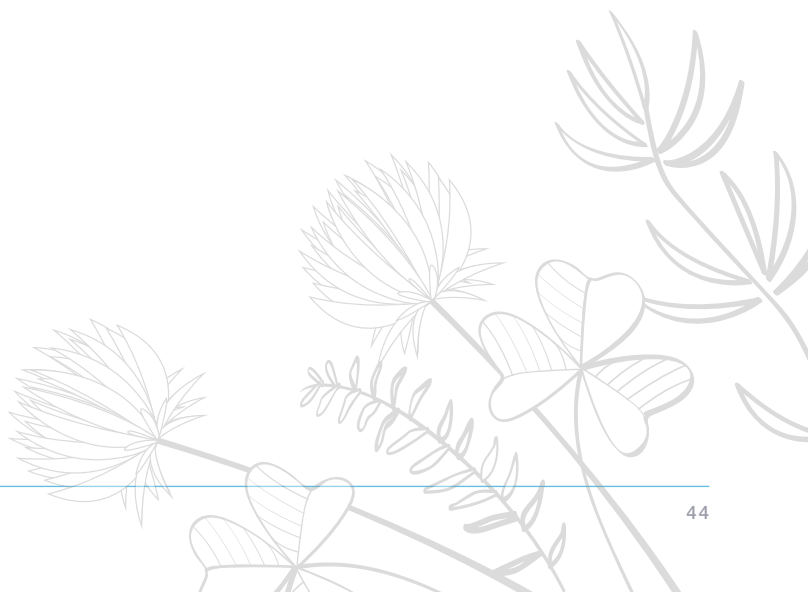


Director Diversity



EFFECTIVE SHAREHOLDER ADVOCACY DISCLOSURES

STATEMENT	RESPONSE
Promotes gender diversity at the board level	https://investors.itron.com/static-files/50b55e14-1cf3-4d0b-8766-c4b3c2a7ec68
Promotes gender diversity across the workforce and senior management	https://www.itron.com/-/media/itron/documents/hr/eeo.pdf
Board-level responsibility for human rights policy	https://investors.itron.com/index.php/static-files/44151431-cb31-47d1-bd7a-82a4c5d043ec
Provides financial information on a regional basis	https://investors.itron.com/index.php/static-files/30091a1d-7e4d-4681-8e7d-fd0b6d5861cc



OUR PILLARS



ENVIRONMENTAL AND OPERATIONAL STEWARDSHIP

How we run our company with an eye toward sustainability



SOLUTION IMPACT AND COMMUNITY INVOLVEMENT

The difference we make in the world, both with our technology and our people



DIVERSITY AND OUR HUMAN CAPITAL PLEDGE

Our commitment to our employees across the globe



EFFECTIVE SHAREHOLDER ADVOCACY

A dedication to run our business predictably, profitably and with integrity



environmental social governance

itron.com/esg



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