Energy Recovery, Inc. Form 4 May 28, 2014

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * Trempont Dominique			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			Energy Recovery, Inc. [ERII]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	X Director 10% Owner		
C/O ENERGY RECOVERY,			05/13/2014	Officer (give title Other (specify below)		
INC., 1717 I	OOOLITTLI	E DRIVE		below) below)		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
				_X_ Form filed by One Reporting Person		
SAN LEAN	DRO, CA 94	1577		Form filed by More than One Reporting Person		

(State)

(Zip)

(City)

(City)	(State)	Table Table	e I - Non-D	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	(A) or V Amount (D) Price		Price	Reported (Instr. 4) Transaction(s) (Instr. 3 and 4)				
Common Stock	05/13/2014		P	15,721	A	\$ 4.629	374,626	D			
Common Stock	05/14/2014		P	6,800	A	\$ 4.38	381,426	D			
Common Stock	05/23/2014		P	1,000	A	\$ 4.845	382,426	D			
Common Stock	05/27/2014		P	16,045	A	\$ 4.986	398,471	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)

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

2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title a	and	8. Price of	9. Nı
Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amount	of	Derivative	Deriv
or Exercise		any	Code	of	(Month/Day	/Year)	Underlyi	ing	Security	Secu
Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securitie	es	(Instr. 5)	Bene
Derivative				Securities	1		(Instr. 3	and 4)		Own
Security				Acquired						Follo
				(A) or						Repo
				Disposed						Tran
				of (D)						(Inst
				(Instr. 3,						
				4, and 5)						
							Δ	mount		
							Or			
					Date	Expiration				
					Exercisable	Date				
			Code V	(A) (D)						
	Conversion or Exercise Price of Derivative	Conversion (Month/Day/Year) or Exercise Price of Derivative	Conversion (Month/Day/Year) Execution Date, if or Exercise any (Month/Day/Year) Derivative	Conversion (Month/Day/Year) Execution Date, if any Code Price of (Month/Day/Year) (Instr. 8)  Derivative Security	Conversion or Exercise any Code of Price of Derivative Security Acquired (A) or Disposed of (D) (Instr. 3,	Conversion or Exercise Price of Derivative Security  Execution Date, if any Code of (Month/Day/Pear) (Instr. 8) Derivative Security  Execution Date, if Code of (Month/Day/Pear) (Instr. 8) Derivative Securities  Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Exercisable	Conversion (Month/Day/Year) Execution Date, if any (Month/Day/Year) Code of (Month/Day/Year)  Price of Derivative Security Securities Security Security Security Security Security Security Securities Security Security Securities Security Securities Security Securities Security Securities	Conversion (Month/Day/Year) Execution Date, if any Code of (Month/Day/Year) Underly Code of (Month/Day/Year) Underly Securities  Price of Derivative Securities  Security Securities  Securities  Acquired  (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Exercisable  Date Expiration Date Amount (Month/Day/Year) Underly Securities  Securities  Acquired  (A) or Disposed of (D) (Instr. 3, 4, and 5)	Conversion of Exercise Price of Price of Derivative Security Securities Securitie	Conversion of Exercise of Execution Date, if any any (Month/Day/Year) or Exercise Price of Derivative Security  Security  Execution Date, if any (Month/Day/Year) of Exercise Price of Code of (Month/Day/Year) (Instr. 8) Derivative Securities Securities (Instr. 3 and 4)  Securities (Instr. 3 and 4)  Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Expiration Date (Month/Day/Year) Underlying Security (Instr. 5)  Derivative Securities (Instr. 3 and 4)  Disposed of (D) (Instr. 3, 4, and 5)  Amount or Disposed of (D) (Instr. 3, 4, and 5)

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

**Trempont Dominique** C/O ENERGY RECOVERY, INC. 1717 DOOLITTLE DRIVE SAN LEANDRO, CA 94577

X

## **Signatures**

/s/ Alexander J. Buehler, Attorney-in-Fact for Dominique **Trempont** 

05/28/2014

\*\*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).

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.

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