



ENERGY RECOVERY, INC.

Whistleblower Protection Policy

October 25, 2022

Energy Recovery, Inc., (the “Company”) is committed to compliance with the laws and regulations to which it is subject, and to establishing Company policies and procedures to interpret and apply those laws and regulations within all of its operations. The Company’s system of internal controls and operating procedures are intended to detect and to prevent or deter improper or illegal activities. To insure a safe and confidential environment and to comply with the terms of the Sarbanes-Oxley Act, the Company has retained a confidential third-party reporting service, EthicsPoint, to handle reports of any improper accounting, internal controls or audit matters as well as violations of the Company’s Code of Conduct and Ethics.

The Company supports and encourages its employees to report and disclose improper or illegal activities, and to fully investigate such reports and disclosures. It is also the Company’s policy to address any complaints that allege acts or attempted acts of interference, reprisal, retaliation, threats, coercion or intimidation against employees who report, disclose or investigate improper or illegal activities and to protect those who come forward to report such activities.

This Policy governs the reporting and investigation of improper or illegal activities at the Company, as well as the protection afforded to those Company employees who report them (the “Whistleblowers”). This Policy DOES NOT apply to or change the Company’s policies and procedures for individual employee grievances or complaints relating to job performance, terms and conditions of employment or sexual harassment which will continue to be administered and reviewed by the Company’ Human Resources Department.

Reporting Improper or Illegal Activities

The Company has retained a confidential third-party reporting service, EthicsPoint, to handle reports of any improper accounting, internal controls or audit matters as well as violations of the Company’s Code of Conduct and Ethics. EthicsPoint is anonymous and reports are generated and forwarded confidentially to the Chair of the Audit Committee, the Company’s Chief Financial Officer, Chief Legal Officer and certain other senior executives. Employees are welcome to self-identify but it is not a requirement of the policy and the process is designed to be highly confidential.

Reports should be factual rather than speculative or conclusory and contain as much specific information as possible to allow for proper assessment of the nature, extent and urgency of investigative procedures.

Reports can be submitted as follows:

- Dial toll-free, within the United States, Guam, Puerto Rico and Canada: 1-844-840-6661; or
- Online at <https://secure.ethicspoint.com/domain/media/en/gui/54369/index.html>.

The motivation of a whistleblower in making a report is irrelevant to the consideration of the validity of the allegations. However, the intentional filing of a false report is itself considered an improper activity that the Company has the right to act upon.

Whistleblowers frequently make their reports in confidence. To the extent possible within the limitations of law and policy and the need to conduct a competent investigation, confidentiality of whistleblowers will be maintained. Whistleblowers that chose to identify themselves are cautioned that their identity may become known for reasons outside of the control of the investigators. Similarly, the identity of the subject(s) of the investigation will be maintained in confidence with the same limitations.

Roles, Rights, Responsibilities and Protection of Whistleblowers

Whistleblowers provide initial information related to a reasonable belief that improper or illegal activity has occurred. They have a responsibility to be specific and factual and provide any known information regarding any reported allegations. All employees of the Company have a duty to cooperate fully with investigations initiated under this Policy.

Whistleblowers are “reporting parties,” not investigators. They are not to act on their own in conducting any investigative activities, nor do they have a right to participate in any investigative activities. They do, however, have a right to be informed of the disposition of their disclosure, absent overriding legal or other reasons. EthicsPoint will provide a methodology to follow up on the investigation results confidentially.

Reprisal, retaliation, threats, coercion, intimidation or interference with the right of any Company employee to report improper or illegal activities is strictly prohibited. No Company employee may directly or indirectly use or attempt to use the official authority or influence of his or her position to interfere with the right of a person to provide information under this Policy.

If an employee who has made a report under this Policy becomes the subject of such acts of actual or attempted reprisal, a complaint shall be filed with the employee’s immediate supervisor or next level of authority as defined in this Policy.

Legal protection is available to employees of public companies when they lawfully disclose information about fraudulent activities within their company.