SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person						Energy Recovery, Inc. [ERII]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner				
(Last)	(First)	(M	iddle)			3. Date of Earliest Transaction (Month/Day/Year) 03/18/2010									Officer (g below)	ive title	л	Other (s	
C/O MARIUS SKAUGEN PARKVEIEN 57, C/O B. SKAUGEN AS					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
(Street) OSLO Q8 025			.56												Form file	d by More	than C	one Reportin	g Person
(City)	(State)	(Zi																	
		Та	ble I - No					<u> </u>	uired,	Disp	posed of	, or	Benefi	cially Ov	ned				
Date					Date E (Month/Day/Year) if		2A. Deemed Execution Date, if any (Month/Day/Year)				4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a				Securities Beneficiall Following	Securities		/nership : Direct (D) direct (I) - 4)	7. Nature of Indirect Beneficial Ownership
									Code	v	Amount		(A) or (D)	Price	(Instr. 3 an				(Instr. 4)
Common Stock 03/1					18/2010				S		3,000,000		D	\$ <u>6.06</u>	5,736,981			D ⁽¹⁾	
			Table II -					•	,		sed of, o onvertible				ed				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day/	Date,	Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerci Expiration Dat (Month/Day/Yo		ate	Sec. Deri	7. Title and Amou Securities Underly Derivative Securit (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number o derivative Securities Beneficially Owned Following Reported	e s illy g	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A) (D)	(D)	Date Exercis	able	Expiration Date	or Nu		Amount or Number of Shares		Transactio (Instr. 4)	ion(s)		

Explanation of Responses:

1. These securities may be deemed to be beneficially owned by Marius Skaugen. Mr. Skaugen disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

 Arvarius AS, By: /s/ Marius
 03/19/2010

 Skaugen, Director
 ** Signature of Reporting Person
 Date

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

 * 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.