FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL								
OMB Number: 3235-02								
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

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

Name and Address of Reporting Person* <u>Lobel Marilyn</u>					2. Issuer Name and Ticker or Trading Symbol Energy Recovery, Inc. [ ERII ]									Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director  10% Owner					
(Last) C/O ENERGY		,	Middle)		3. Date of Earliest Transaction (Month/Day/Year)										Officer (give title below)  Chief Acct Officer,			Other (specify below)	
1908 DOOLITTLE DR.  (Street)  SAN LEANDRO CA 94557					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indiv	tividual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person  Form filed by More than One Reporting Person					
(City)	(State		Zip)		vative Securities Acquired, Disposed of, or Beneficially Owned														
1. Title of Security (Instr. 3) 2. T Date			2. Trans		2A. Dee	2A. Deemed Execution Date,		3. Transaction Code (Instr. 8)		ecurities Acquired (A) or ossed Of (D) (Instr. 3, 4 ar			5. Amoun Securities Beneficial Following Transactio		Form	lirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Table II - D				sed of, onvertib	or Be	neficia		<u> </u>	u <del>1</del> )							
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/Yes	Cod	Transaction Code (Instr.		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 Amoun Securities Underlyi Derivative Security 3 and 4)		erlying	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Ownership Form:	Beneficial Ownership (Instr. 4)	
				Cod	de V	(A)	Date Expiration Date Title Amount or Number of Shares			Transaction(s) (Instr. 4)									
Employee Stock Option (Right to Buy)	\$8.5	07/01/2008		I	<b>A</b>	20,000		(1)	0	06/30/2018		nmon ock	20,000	\$0.00	20,000	0	D		
Employee Stock Option (Right to Buy)	\$5							(2)	0	2/24/2018		nmon ock	50,000		50,000	0	D		

## Explanation of Responses:

- 1. All shares vest 1/4th on the one year anniversary of the vesting commencement date of 07/01/08 and 1/36th monthly thereafter.
- $2. \ All \ shares \ vest \ 1/4 th \ on \ the \ one \ year \ anniversary \ of \ the \ vesting \ commencement \ date \ of \ 02/25/08 \ and \ 1/36 th \ monthly \ thereafter.$

## Remarks:

/s/ Thomas Willardson as Attorney-In-Fact for Marilyn Lobel

07/02/2008

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.