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 * Johannessen Fred Olav					2. Issuer Name and Ticker or Trading Symbol Energy Recovery, Inc. [ERII]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle)					- 3. Date of Earliest Transaction (Month/Day/Year) 05/13/2010							Officer (give title below)		Other	Other (specify below)	
C/O ENERGY RECOVERY, INC. 1717 DOOLITTLE DRIVE					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) SAN LEANDRO CA 94577												Form file	d by More	than One Reporti	ng Person	
(City)	(State)	(Z	ip)													
		Ta	able I - No	n-Deri	vative S	ecurities Acq	uired,	Disp	oosed of, o	or Benef	icially Ow	ned	,			
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a			5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
							Code	v	Amount	(A) or (D)	Price	- Transactio (Instr. 3 and			(Instr. 4)	
Common Stock				05/13	3/2010		s		2,500	D	\$4.5	87,9	917	Ι	By Gallissas Ltd.	
Common Stock				05/14	4/2010		s		23,100	D	\$4.4029	64,8	317	Ι	By Gallissas Ltd.	
Common Stock				05/17/2010			s		9,400	D	\$4.2	55,417		Ι	By Gallissas Ltd.	
Common Stock				05/17/2010			S		60,000	D	\$4.4	182,200		Ι	By Kalamaris Invest AG	
Common Stock				05/17/2010			s		105,000	D	\$4.2	64,800		Ι	By Logar AS	
Common Stock												1,019	,500	D		
Common Stock									25,000		Ι	By Spouse				
Common Stock												120,	000	Ι	By Child	
						curities Acqui lls, warrants,						ed				
	2. Conversion	3. Transaction Date	3A. Deemed Execution D		1. Fransaction	5. Number of Derivative	6. Date Expirat			7. Title and A Securities U			9. Number of derivative		11. Nature of Indirect	

Derivative Securities lying Security (Instr. 3) or Exercise (Month/Day/Year) (Month/Day/Year) Derivative Security Securities Beneficial if any Code (Instr. Security Form: Price of (Month/Dav/Year) 8) Acquired (A) (Instr. 3 and 4) (Instr. 5) Beneficially Direct (D) Ownership Derivative (Instr. 4) or Disposed of Owned or Indirect (D) (Instr. 3, 4 and 5) Following Reported (I) (Instr. 4) Security Transaction(s) Amount (Instr. 4) or Expiration Number Date v (A) (D) Title Code Exercisable Date of Shares

Explanation of Responses:

/s/ Carolyn Bostick, attorney-infact for Fred Olav Johannessen

05/17/2010

** 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.