# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 8-K

### CURRENT REPORT Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 13, 2014

# Energy Recovery, Inc. (Exact Name of Registrant as Specified in its Charter)

**Delaware** (State or Other Jurisdiction of Incorporation) 001-34112

(Commission File Number)

01-0616867

(I.R.S. Employer Identification No.)

1717 Doolittle Dr. San Leandro, CA 94577

(Address if Principal Executive Offices)(Zip Code)

<u>510-483-7370</u>

(Registrant's telephone number, including area code)

Not applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:
☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
□ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

#### Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(b) On March 13, 2014, Mr. Robert Yu Lang Mao advised the Board of Directors of Energy Recovery, Inc. (the "Company") that he will not be standing for re-election at this year's annual meeting, and accordingly, he will step down from the Company's Board of Directors upon expiration of his current term at the annual meeting.

A copy of the correspondence from Mr. Mao dated March 13, 2014 is attached as Exhibit 99.1.

The information in this report is being furnished pursuant to Item 5.02 "Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers" of Form 8-K. Such information, including the Exhibit attached hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

#### Item 9.01 Financial Statements and Exhibits

(d) Exhibits

**Exhibit Number** Description

99.1 Correspondence from Mr. Robert Y. L. Mao dated March 13, 2014

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned here unto duly authorized

**ENERGY RECOVERY, INC.** 

(Registrant)

Date: March 17, 2014 /s/ Alexander J. Buehler

Alexander J. Buehler (Chief Financial Officer)

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# Exhibit Number 99.1

Description
Correspondence from Mr. Robert Y. L. Mao dated March 13, 2014

Mr. Hans Peter Michelet, Chairman

Dear HP,

It is with regret that I must inform you and the Board of Directors of Energy Recovery, Inc. of my decision not to stand for re-election as a director at the 2014 AGM of stockholders. My decision is not based on any disagreement with the Company's Board of Directors or the management, but rather based on time demands such as that by my position as Chairman of HP's China Region. In fact I am very pleased to see the progress ERI has made in strengthening our dominant position in the desalination market and in branching out to new addressable market leveraging our core advantages.

It has been a privilege and a pleasure serving as director of Energy Recovery, and I fully expect success from the journey we have undertaken. I wish you and the Company the best going forward.

With best personal wishes,

Robert Y. L. Mao March 13, 2014