

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A
(Amendment No. 1)

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

Date of Report (Date of earliest event reported): September 25, 2017

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)

510-483-7370
(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

EXPLANATORY NOTE

This Current Report on Form 8-K/A is being filed as an amendment to the Current Report on Form 8-K originally filed by Energy Recovery, Inc. with the Securities and Exchange Commission on September 25, 2017. The sole purpose of this amendment is to file the correct final version of the Management Presentation.

Item 7.01 Regulation FD Disclosure

The Company is furnishing with this report the investor presentation attached hereto as Exhibit 99.1, which is incorporated herein by reference and will also be posted on our website at <http://www.energyrecovery.com>.

The Company is not undertaking to update this presentation. This report is not intended as a statement concerning the materiality of any information contained in the presentation.

The information furnished in this Item 7.01 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	Management Presentation.

SIGNATURE

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 hereunto duly authorized.

Date: September 26, 2017

Energy Recovery, Inc.

By: /s/ William Yeung
William Yeung
General Counsel

ERI INVESTOR PRESENTATION

(NASDAQ: ERII)

2017



FORWARD LOOKING STATEMENT

This presentation contains forward-looking statements within the "Safe Harbor" provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements in this report include, but are not limited to, statements about our expectations, objectives, anticipations, plans, hopes, beliefs, intentions, or strategies regarding the future. Forward-looking statements that represent our current expectations about future events are based on assumptions and involve risks and uncertainties. If the risks or uncertainties occur or the assumptions prove incorrect, then our results may differ materially from those set forth or implied by the forward-looking statements. Our forward-looking statements are not guarantees of future performance or events. Words such as "expects," "anticipates," "believes," "estimates," variations of such words, and similar expressions are also intended to identify such forward-looking statements.

These forward-looking statements are subject to risks, uncertainties, and assumptions that are difficult to predict; therefore, actual results may differ materially and adversely from those expressed in any forward-looking statements. You should not place undue reliance on these forward-looking statements, which reflect management's opinions only as of the date of this presentation. All forward-looking statements included in this presentation are subject to certain risks and uncertainties, which could cause actual results to differ materially from those projected in the forward-looking statements, as disclosed from time to time in our reports on Forms 10-K, 10-Q, and 8-K as well as in our Annual Reports to Stockholders and, if necessary, updated in our quarterly reports on Form 10 Q or in other filings. We assume no obligation to update any such forward-looking statements. It is important to note that our actual results could differ materially from the results set forth or implied by our forward-looking statements.

Who We Are

An energy solutions provider and technology leader in applying fluid dynamics and advanced materials science

Pressure Energy is our Arbitrage

What We Do

- Create markets to preserve or eliminate pumps that are subject to and destroyed by hostile process fluids
- Convert wasted pressure energy into a reusable asset

Core End-Markets

OIL & GAS



WATER



CHEMICALS



VORTEQ AND MTEQ COMMERCIALIZATION UPDATES

- VorTeq delivered from Caterpillar Kemper and equipment commissioning nearing completion



- Private testing will occur throughout October, in line with prior guidance
- If private testing successful, M1 achievement in Q4 2017
- MTEq schedule moderately impacted by Hurricane Harvey, still expect initial field test to occur prior to year-end

VORTEQ – A MATTER OF ENGINEERING NOT PHYSICS

- System excitation (vibration / shaking) at elevated flow rates was primary failure mode – resulting in:
 - Axial bearing failure – increase in friction, *cartridge rotation impeded*
 - PX cartridge liftoff – PX not seated flush / correctly within housing, increase in friction, *cartridge rotation impeded*
 - Radial bearing failure – sand enters radial channel, increase in friction, *cartridge rotation impeded*
 - Carbide fracture – cracks in carbide, increase in friction, *cartridge rotation impeded*
- Design enhancements to mitigate failure modes
 - New Missile Design – Caterpillar Kemper designed manifold: System excitation addressed via modal & harmonic analysis on entire manifold
 - New Cartridge Design: Bearing failure addressed through hybrid bearing with optimized hydrostatic and secondary hydrodynamic features
 - New Housing: Cartridge liftoff addressed mechanically and hydraulically (bolted-down and force-balanced)
 - New Carbide Grade: addresses carbide fracture through use of grade with greater ductility
- Computational and Experiential Design Process
 - Over 17,500 man-hours consisting of 5 PhDs and multiple masters and bachelor degreed engineers
 - Engineering Disciplines employed – fluid dynamics, fluid-structural interaction, structural dynamics, rotor dynamics, fracture mechanics, tribology

HISTORY OF ENERGY RECOVERY

1992 - 2014



Developed Pressure Exchanger Technology



Invested in R&D



Established Market Leadership in Desalination



Increased shipments of Energy Recovery Devices Worldwide

2015



New Corporate Strategy and Management Team



Signed 15-year license with Schlumberger



Installed first Energy Recovery device in Saudi Aramco production portfolio



Revenues up 47% in 2015

2016



Commenced collaborative VorTeq testing with Schlumberger



Secured largest purchase order in company history



Record company gross margins



2014-2016 revenue CAGR of 34%

INVESTMENT HIGHLIGHTS



Growth

- Commercialize VorTeq technology
- MTeq product introduction and commercialization
- Alderley agreement to further penetrate Saudi Aramco & greater GCC
- Expand water desalination segment's total addressable market



Perpetual Innovation

- Pressure exchanger technology, adaptable to other industries
- Target-rich product development road map
- World-class engineering talent – critical mass of PhD assets



Validation of New Corporate Strategy & Management Team

- Signed 15 year exclusive licensing agreement with Schlumberger
- Signed 10 year exclusive licensing agreement with Alderley in the GCC for IsoGen & IsoBoost
- Corporate speed and agility – new product introductions on 12 month cycle

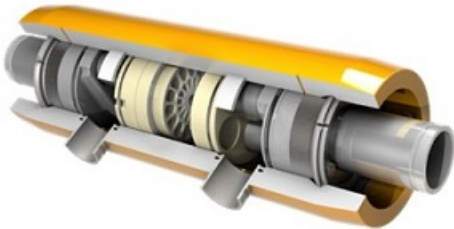


Financial Strength

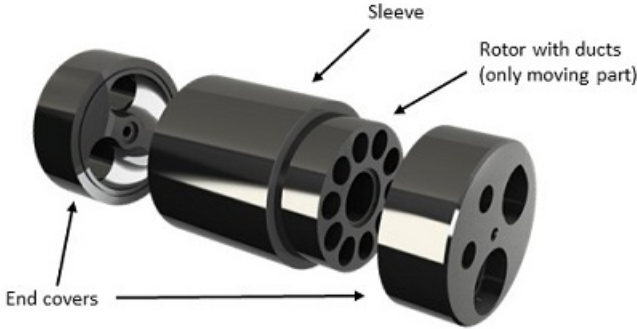
- Industry leading balance sheet (~\$100MM in cash, no debt)

CORE TECHNOLOGY – THE PRESSURE EXCHANGER

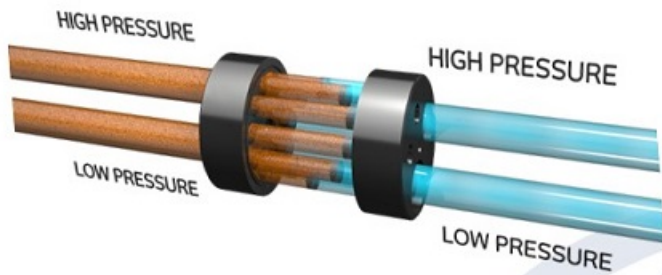
Desalination - Ceramic PX



Energy Applications - Tungsten Carbide PX



Pressure Exchange Motion Snapshot



PRODUCT PORTFOLIO

WATER

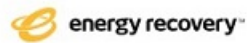


Making Desalination
Affordable

Pressure Exchanger



18,000 Installations
on 7 continents



OIL & GAS



Hydraulic Fracturing: **VorTeq**

CHEMICALS



IsoBoost Applications

- Gas Processing
- Ammonia

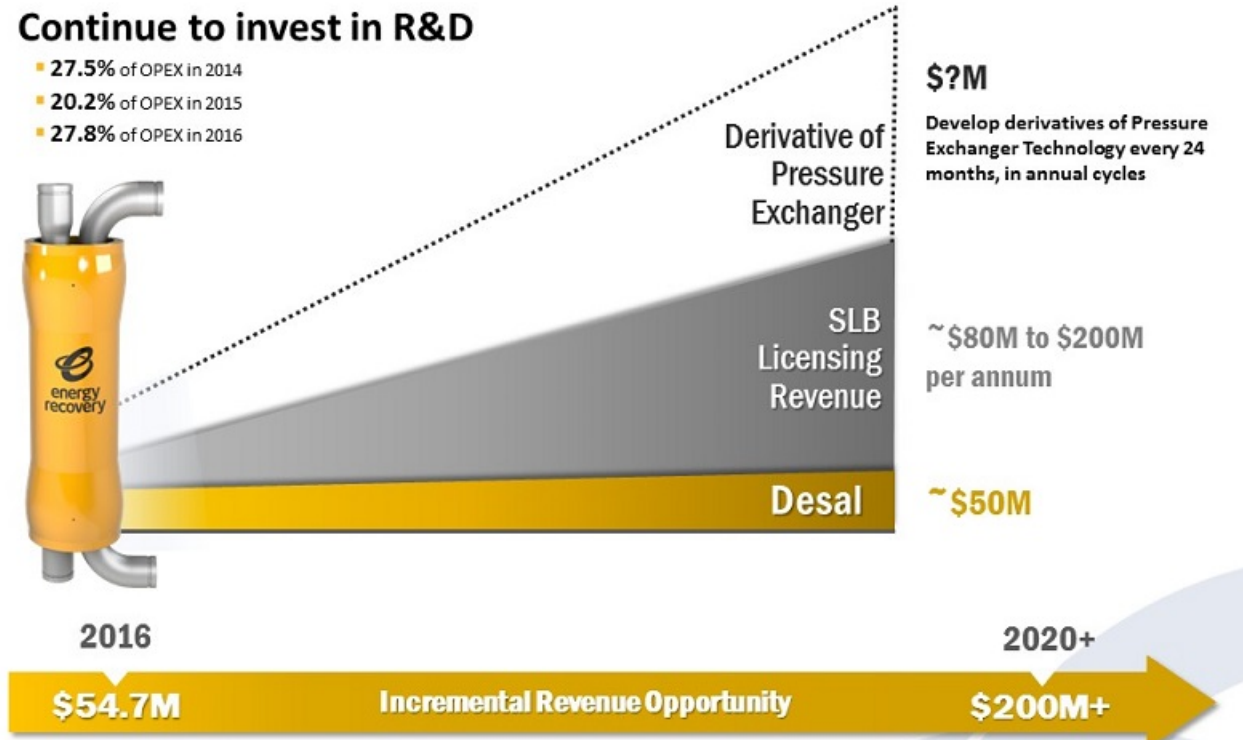






IsoGen Applications

- Gas Processing
- Pipelines
- Ammonia

Continue to invest in R&D

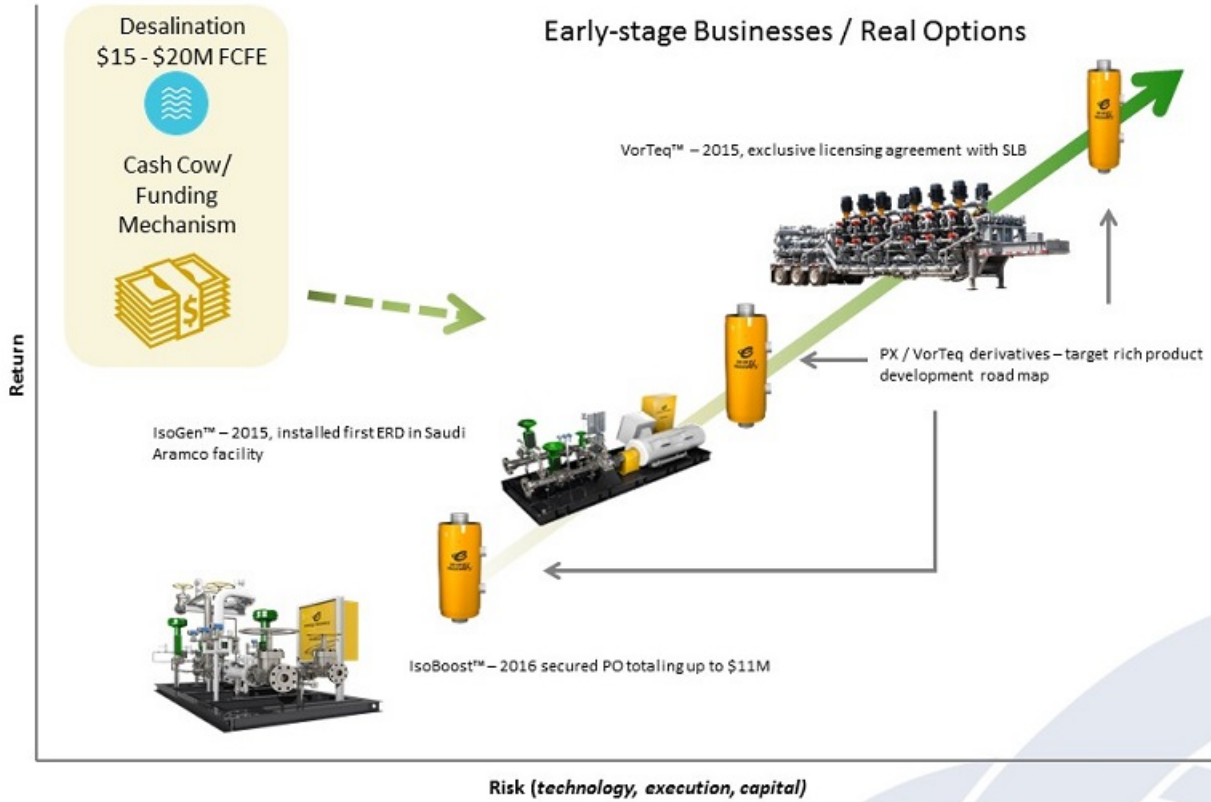
- 27.5% of OPEX in 2014
- 20.2% of OPEX in 2015
- 27.8% of OPEX in 2016



	High rates of flow	✓
	High pressure differentials	✓
	High capital intensity in the form of pumps and ancillary equipment	✓
	Hostile process fluid applications	✓

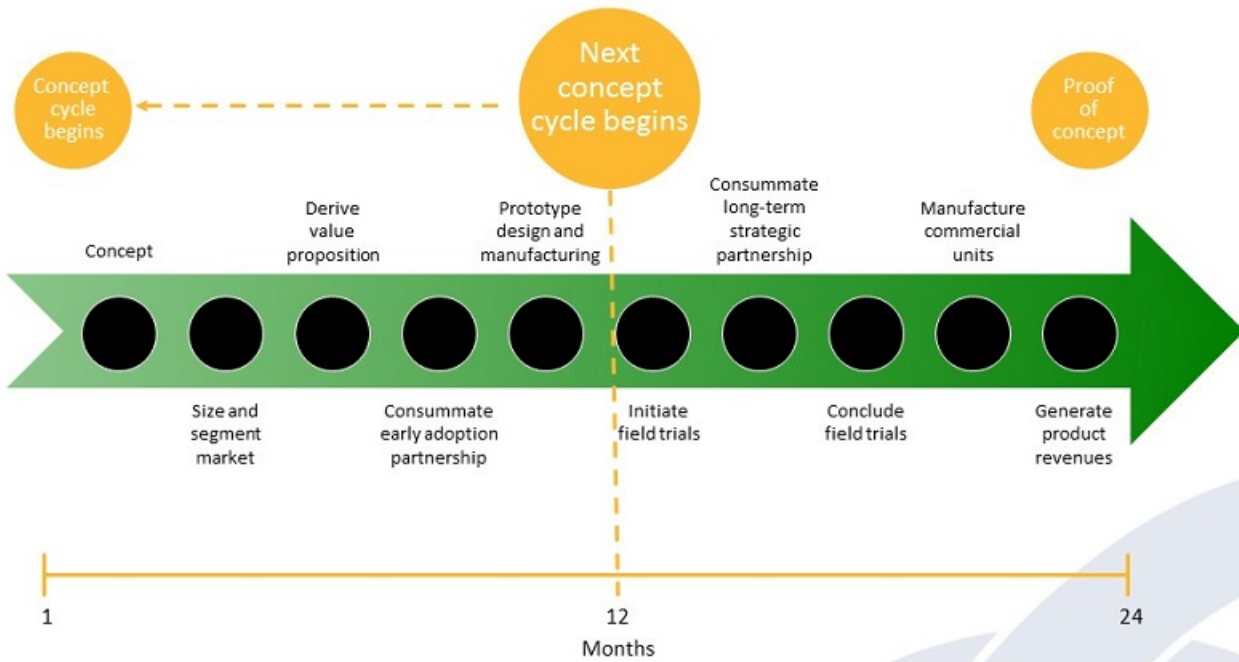
Flow x Pressure Differential = Energy Density

EFFICIENT FRONTIER OF PRODUCT OPTIONALITY

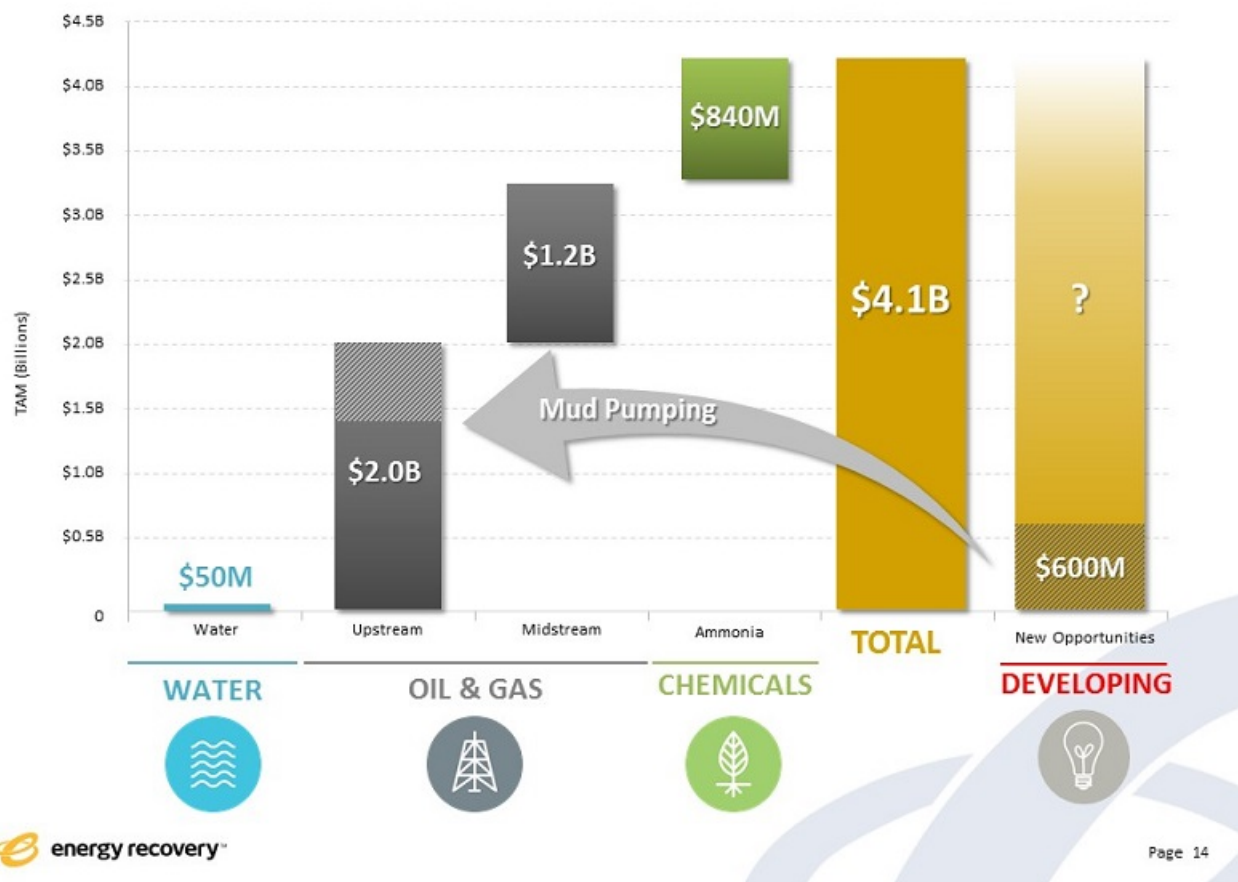


GO TO MARKET STRATEGY

Targeting 24 month development cycles, commencing every twelve months



\$4.1B ADDRESSABLE MARKET OPPORTUNITY





Desalination



The “PX Pressure Exchanger”

- 18,000 PX devices installed worldwide
- 25-year life with no maintenance
- Dominant global market share
- 60%+ gross margins

Compelling short and long term market opportunity

- Global water demand / supply gap
- Expand product offering to increase total addressable market
- Expand procurement vehicle options – Energy Services Agreements

Significant Cash Flow Funds Growth Initiatives



Emerging Markets
Upstream Oil & Gas

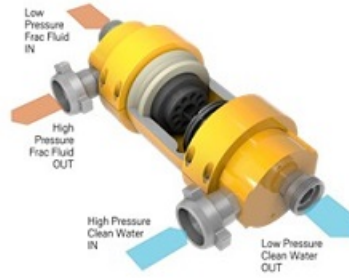


VORTEQ HYDRAULIC PUMPING SYSTEM

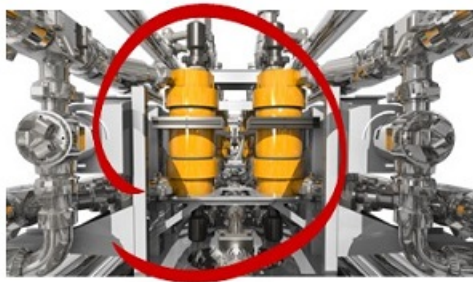
Hydraulic Piston Concept



Fluid Flows in Pressure Exchanger



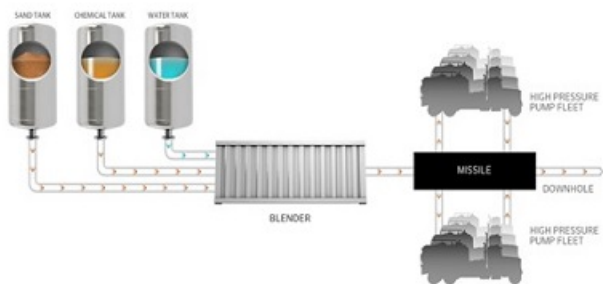
PX on Missile



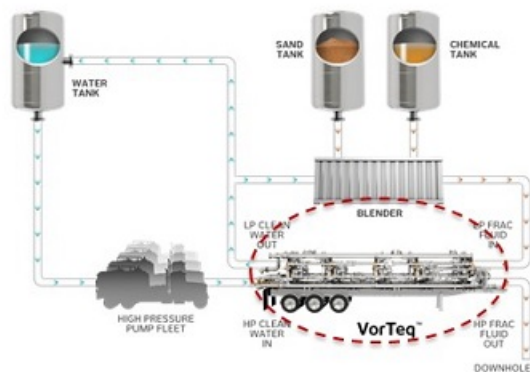
VorTeq Missile



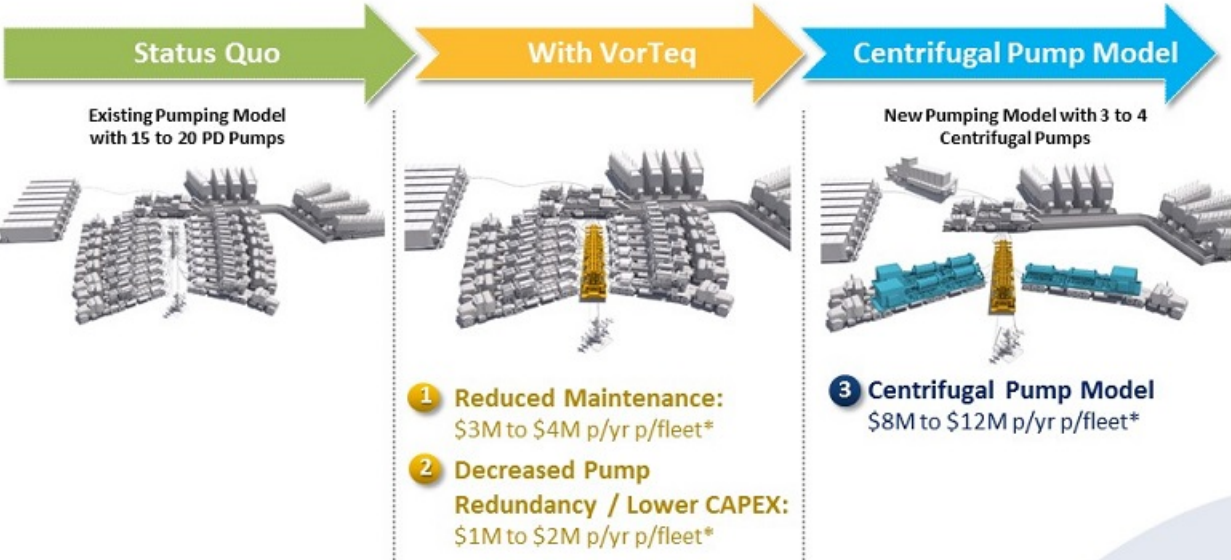
Status Quo



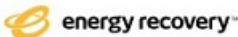
With VorTeq



IS VORTEQ DISRUPTIVE?



*ERI estimates

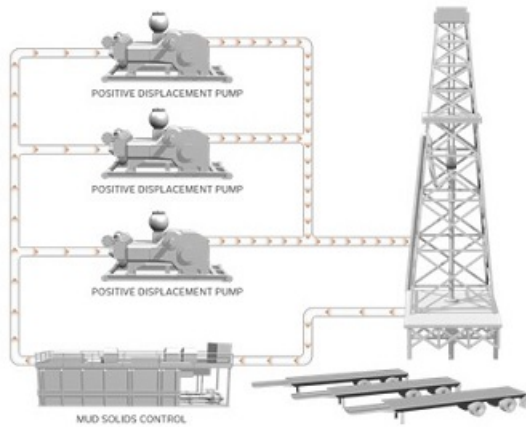


SLB LICENSING AGREEMENT STRUCTURE

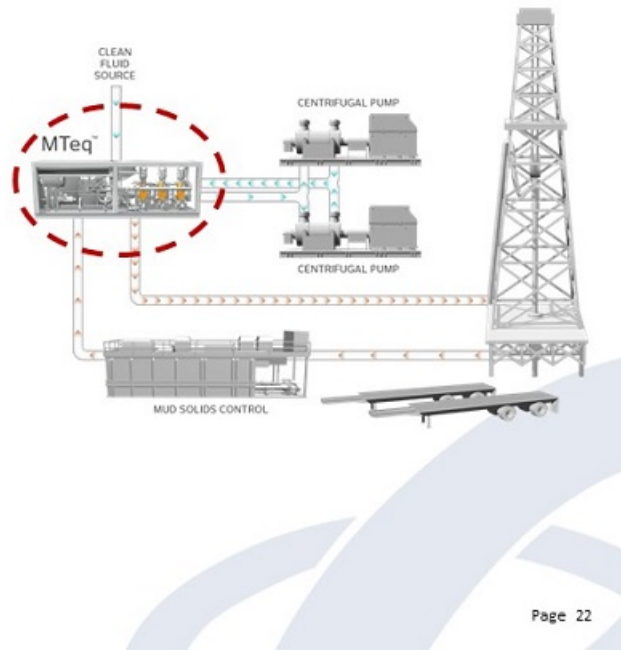
- Agreement provides exclusive rights to ERI's VorTeq™ Hydraulic Pumping System for on-shore hydraulic fracturing (Field of Use)
 - Commercializes the VorTeq™ technology with one of the industry's most respected oil-field services companies
- Highlights
 - Schlumberger paid an upfront **\$75M** exclusivity fee (15 year revenue recognition)
 - Schlumberger will pay two separate **\$25M** milestone payments (for a total of **\$50M**) subject to certain KPI's (revenue recognition in period milestone achieved)
 - ✓ Milestone 1: Frac on test well at SLB Oklahoma facility
 - ✓ Milestone 2: Frac on E&P well
 - Path to commercialization and royalties
 - ✓ New manifold/missile design implemented and approved for field use
 - ✓ Upon commercialization, royalty rate of **\$1.5M** per VorTeq per year
 - ✓ Royalty payments on a "take or pay" basis

MTEQ MUD PUMPING SYSTEM

Status Quo

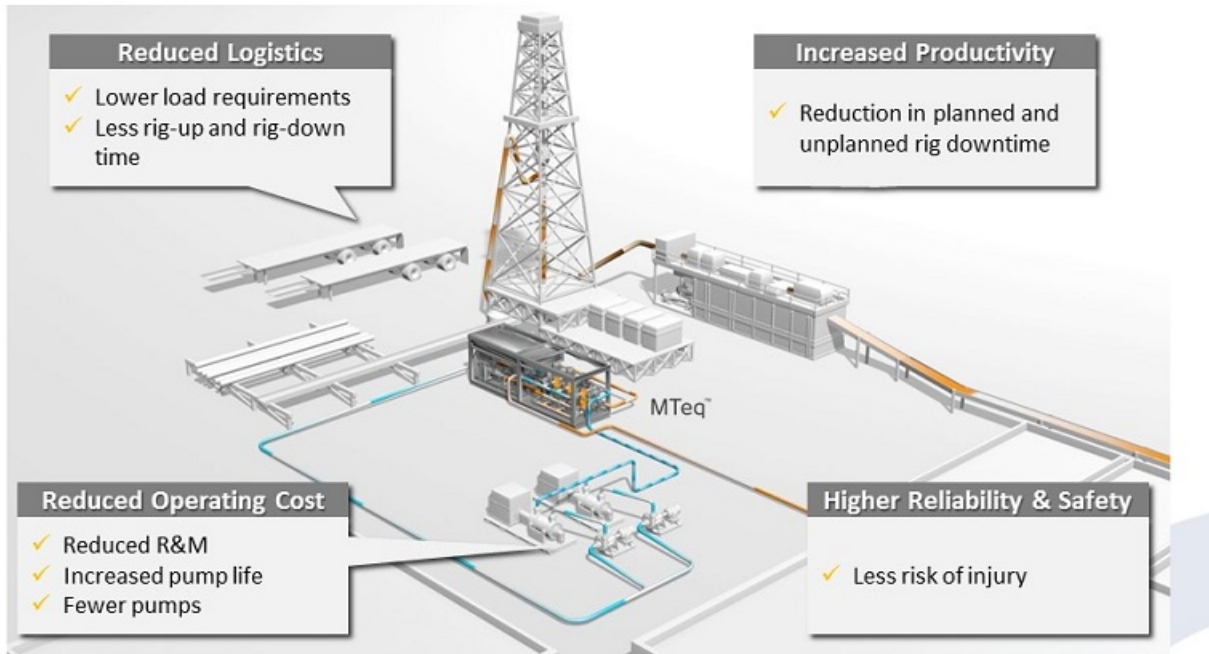


With MTeq



MTEQ UNLOCKS VALUE FOR OPERATORS

Drilling Configuration with MTeq & Centrifugal Pumps





Emerging Markets
Midstream & Chemicals



OUR SOLUTION – GAS PROCESSING, AMMONIA, AND PIPELINES

IsoBoost and IsoGen recover pressure energy and increase reliability of pumping systems

- Save millions of dollars in energy over life of plant
- Improve reliability, availability, maintainability
- Decrease carbon footprint

Licensing Agreement with Alderley plc

- 10 year exclusive license for IsoBoost™ & IsoGen™ in Gas Processing & Pipelines in the GCC, Iraq & Iran*
- Agreement leverages ERI's unique technology & Alderley's distribution channel with GCC operators
- The agreed royalty rates increase the product's margin profile and mitigate execution risk
- Subject to certain minimum sales requirements to maintain exclusivity

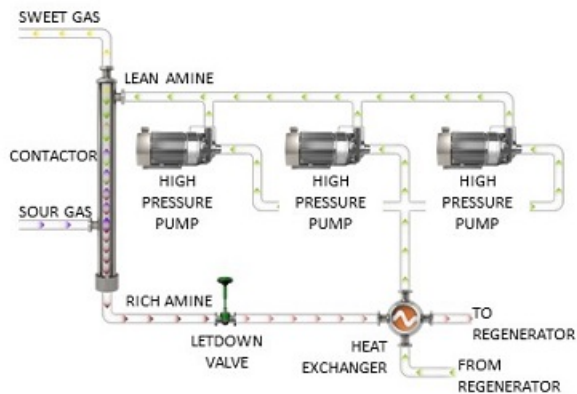


**Helps Plants Save Energy, Reduce Maintenance,
And Run More Profitably**

*To the extent international sanctions and laws permit

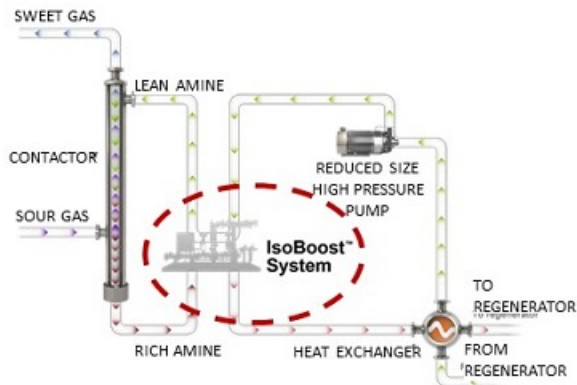


Status Quo



Wasted Pressure Energy & High Pump CAPEX

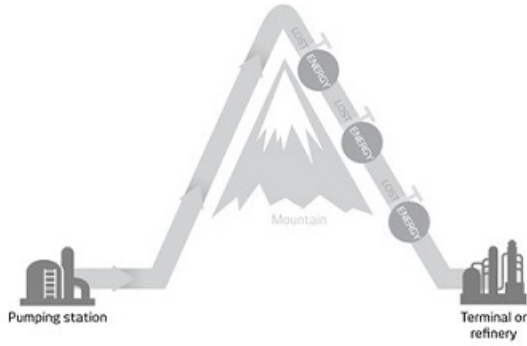
With IsoBoost



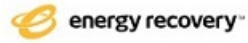
Reduced OPEX & Pump CAPEX

OUR SOLUTION - PIPELINES

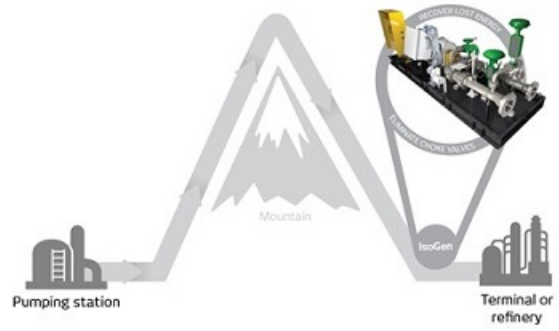
Status Quo



Vertical Pipelines Must Be Depressurized



With IsoGen



Pressure Generating Power



Strategic Imperatives

Short Term and Long Term Goals



STRATEGIC IMPERATIVES



Commercialize VorTeq

- On schedule to achieve Milestone success in 2017
- Deployment estimated to commence in 2018



Product Innovation

- Innovate and achieve proof of concept of new products that are derivatives of Pressure Exchanger technology every 24 months, in annual cycles
- MTeq introduction demonstrates success of strategy in 2017



Market Expansion

- Enhance market position in water desalination
- Increased sales into retrofit market have commenced



Monetize Centrifugal Product Lines

- Alderley relationship provides path for growth in GCC
- Execute similar structure for monetization in other regions around the globe

THANK YOU

