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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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1. Name and Address BUEHLER AL			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Energy Recovery, Inc.</u> [ ERII ]	(Check	ationship of Reporting Person(s) to Issuer (all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/03/2022		Director Officer (give title below)	10% Owner Other (specify below)			
1717 DOOLITTLE	7 DOOLITTLE DRIVE		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi X	ridual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person				
(Street) SAN LEANDRO	СА	94577							
(City)	(State)	(Zip)							
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								

### 1. Title of Security (Instr. 3) 2. Transaction 2A Deemed 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5 Amount of 6 Ownership 7 Nature of Execution Date, Transaction Form: Direct (D) Securities Indirect Date (Month/Day/Year) if any (Month/Day/Year) Beneficial Code (Instr. Beneficially Owned or Indirect (I) 8) Following Reported (Instr. 4) Ownership Transaction(s) (Instr. 4) (A) or (D) (Instr. 3 and 4) Code v Amount Price М 31,261 Common Stock 06/03/2022 16,449 Α \$3.53 D Common Stock 06/03/2022 М 33,551 \$2.92 64,812 D Α Common Stock 06/03/2022 S 50,000 D \$21.3445(1) 14,812 D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

(3-, F,,,,															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8) 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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Option (Right to Buy)	\$3.53	06/03/2022		М			16,449	(2)	02/06/2025	Common Stock	16,449	\$3.53	0	D	
Stock Option (Right to Buy)	\$2.92	06/03/2022		М			33,551	(3)	06/23/2025	Common Stock	33,551	\$2.92	19,841	D	

### Explanation of Responses:

1. This figure is the weighted average sales price of multiple trades ranging from \$21.270 to \$21.485 per share. The Reporting Person undertakes to provide the SEC Staff, Energy Recovery, Inc. or a shareholder of Energy Recovery, Inc. full information about the number of shares sold at each separate price upon request.

2. The shares were fully vested on June 20, 2015.

3. The shares were fully vested on June 17, 2016.

Remarks:

Exhibit 24

<u>/s/ William Yeung, Attorney-in-</u> <u>Fact for Alexander J. Buehler</u> \*\* Signature of Reporting Person

06/06/2022

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.

### POWER OF ATTORNEY

As an officer and/or director of Energy Recovery, Inc. (the "Company"), the undersigned is subject to the reporting requirements of Section 16 of the Securities Exchange Act of 1934, as amend By signing this document, the undersigned: (i) expressly revokes and leaves without effect any and all prior powers of attorney granted as an officer and/or a director of the Company for the (1) prepare and execute Forms ID, 3, 4, and 5 including amendments to these Forms, for and on behalf the undersigned, in the undersigned's capacity as an officer and/or director of the Company (2) prepare and execute any other forms or amendments to such forms as he or she determines, in his or her discretion, that are required or advisable to be filed under Section 16, as amended (3) undertake all acts necessary in order to file and submit such forms to the U.S. Securities and Exchange Commission, any securities exchange or national association, the Company and such The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms ID, 3, 4, and 5 or to report holdings of, and transactions in, securitie IN WITNESS WHEREOF, I have caused this Power of Attorney to be executed as of this 11th day of June, 2021.

/s/ Alexander J. Buehler

Alexander J. Buehler