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

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(Instr. 4)

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* <u>Pique Gonzalo G</u> | | | | 2. Issuer Name and Ticker or Trading Symbol <u>Energy Recovery, Inc.</u> [ERII] | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | |
|--|---------|----------|--|---|---|---|---|--|---|---|--|
| | | (Middle) | 3. Date o 05/18/2 | f Earliest Transacti 011 | Year) | X | Director Officer (give title below) | | (specify | | |
| C/O ENERGY RECOVERY, INC. 1717 DOOLITTLE DRIVE | | | 4. If Ame | 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 | СА | 94577 | | | | | | Form filed by More | than One Reporti | ng Person | |
| (City) | (State) | (Zip) | | | | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | |
| Date | | | 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 and | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |

(A) or (Instr. 3 and 4) Code Amount Price v (D) Common Stock s 05/18/2011 11,000 D \$2.95 150,000 D 05/19/2011 s 20,000 \$2.96⁽¹⁾ 130,000 D Common Stock D By The Pique Bachman Common Stock 299 100 T Income Security Trust Common Stock⁽²⁾ 100.000 Т By wife Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 5. Number of 6. Date Exercisable and 8. Price of Derivative 1. Title of 3. Transaction 3A. Deemed 7. Title and Amount of 9. Number of 11. Nature 10 Derivative Conversion Date Execution Date Transaction Derivative Expiration Date curities Underlying derivative Ownership of Indirect **Derivative Security** Security (Instr. 3) or Exercise (Month/Dav/Year if anv Code (Instr. Securities (Month/Dav/Year) Security Securities Form: Beneficial (Month/Day/Year (Instr. 3 and 4) Direct (D) Price of 8) Acquired (A) (Instr. 5) Beneficially Ownership Derivative or Disposed of Owned or Indirect (Instr. 4) (D) (Instr. 3, 4 Following (I) (Instr. 4) Security and 5) Reported Transaction(s) Amount (Instr. 4) Number Date Expiration Code v (A) (D) Exercisable . Date Title of Share

Explanation of Responses:

1. This figure is the weighted average sales price of multiple trades ranging from \$2.95 to \$2.9805 per share. The reporting person undertakes to provide to the SEC Staff, ERI, or a shareholder of ERI full information about the number of shares sold at each separate price upon request.

2. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

/s/ Carolyn Bostick, attorney-in-05/19/2011

fact for Gonzalo G. Pique

** Signature of Reporting Person

Date

Transaction(s

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.