Energy Recovery, Inc. Form 3 October 24, 2014

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Barnes David

(Last)

(First)

Statement

(Month/Day/Year)

10/15/2014

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Energy Recovery, Inc. [ERII]

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

C/O ENERGY (Check all applicable) RECOVERY, Â 1717

DOOLITTLE DRIVE

(Street)

Director _X__ Officer

10% Owner Other

6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One Reporting Person

5. If Amendment, Date Original

SAN LEANDRO, CAÂ 94577

(City) (State)

(Zip)

(Middle)

Table I - Non-Derivative Securities Beneficially Owned

Chief Sales Officer

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

(Instr. 5) Form: Direct (D)

or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. 5. Conversion or Exercise

Price of

Ownership Form of (Instr. 5) Derivative

6. Nature of Indirect Beneficial Ownership

Exercisable Date

Expiration

Title

Amount or Number of

Security: Derivative Security Direct (D)

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Reporting Owners

Reporting Owner Name / Address	Relationships			
. 0	Director	10% Owner	Officer	Other
Barnes David				
C/O ENERGY RECOVERY	â	â	Chief Sales Officer	â
1717 DOOLITTLE DRIVE	А	А	A Chief Sales Officer	A
SAN LEANDRO, Â CAÂ 94577				

Signatures

/s/ Lemyrtle Thompson, Attorney-in-fact for David L.
Barnes 10/24/2014

**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) 25% of the shares fully vest on the 1st anniversary of the vesting start date of 10/15/2014; Thereafter, the remaining 75%, vest 1/36th per month.

Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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