Energy Recovery, Inc.
Form 3
March 03, 2016

FORM 3

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

OMB APPROVAL

OMB Number:	3235-0104
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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 *
Â Clemente Rodney
(Last) (First) (Middle)

C/O ENERGY RECOVERY,Â 1717 DOOLITTLE DRIVE
(Street)

SAN LEANDRO,Â CAÂ 94577
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
02/25/2016

3. Issuer Name **and** Ticker or Trading Symbol
Energy Recovery, Inc. [ERII]

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer _____ Other
(give title below) (specify below)
VP, Global Desalination Sales

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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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. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of			

				Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	06/30/2018	Common Stock	10,000	$ 8.5	D	Â
Employee Stock Option (Right to Buy)	Â (2)	09/03/2019	Common Stock	8,625	$ 5.25	D	Â
Employee Stock Option (Right to Buy)	Â (3)	06/02/2020	Common Stock	15,000	$ 3.4	D	Â
Employee Stock Option (Right to Buy)	Â (4)	02/15/2022	Common Stock	44,248	$ 2.46	D	Â
Employee Stock Option (Right to Buy)	Â (5)	03/13/2023	Common Stock	36,946	$ 3.92	D	Â
Employee Stock Option (Right to Buy)	Â (6)	03/11/2024	Common Stock	42,000	$ 6	D	Â
Employee Stock Option (Right to Buy)	Â (7)	03/09/2025	Common Stock	44,280	$ 2.75	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Clemente Rodney C/O ENERGY RECOVERY 1717 DOOLITTLE DRIVE SAN LEANDRO,Â CAÂ 94577	Â	Â	Â VP, Global Desalination Sales	Â

Signatures

/s/ Lemyrtle Thompson, Attorney-in-fact for Rodney Clemente — 03/03/2016

**Signature of Reporting Person — Date

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 became vested on the 1st anniversary of the vesting start date of 07/01/2008; Thereafter, the remaining 75%, were vested 1/36th per month. The options became fully vested on 7/1/2012

(2) 25% of the shares became vested on the 1st anniversary of the vesting start date of 09/4/2009; Thereafter, the remaining 75%, were vested 1/36th per month. The options became fully vested on 9/4/2013

(3) 25% of the shares became vested on the 1st anniversary of the vesting start date of 06/3/2010; Thereafter, the remaining 75%, were vested 1/36th per month. The options became fully vested on 6/3/2014

(4) 25% of the shares became vested on the 1st anniversary of the vesting start date of 02/16/2012; Thereafter, the remaining 75%, were vested 1/36th per month. The options became fully vested on 2/16/2016

(5) 25% of the shares became vested on the 1st anniversary of the vesting start date of 03/14/2013; Thereafter, the remaining 75%, were vested and will become vested 1/36th per month. The options become fully vested on 3/14/2017

(6) 25% of the shares became vested on the 1st anniversary of the vesting start date of 03/12/2014; Thereafter, the remaining 75%, were vested and will become vested 1/36th per month. The options become fully vested on 3/12/2018

(7) 25% of the shares will become vested on the 1st anniversary of the vesting start date of 03/10/2015; Thereafter, the remaining 75%, will vest 1/36th per month. The options become fully vested on 3/10/2019

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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