## Edgar Filing: Energy Recovery, Inc. - Form 4

Energy Reco	very, Inc.										
Form 4											
February 06,	2017										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB AF	PROVAL		
Washington, D.C. 20549							OMB Number:	3235-0287			
Check this box									Expires:	January 31,	
if no longer subject to STATEMENT OF CHAN				IGES IN BENEFICIAL OWNER				NERSHIP OF	Estimated a	2005 verage	
Section 1	Section 16.				SECURITIES				burden hours per		
Form 4 o Form 5		Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							response	0.5	
obligation	no -						-				
may cont	inue. Section 17(			•	•	· ·		1935 or Sectior	1		
See Instru 1(b).	action	50(II) 01	i ule ili	vestment	Company	y Act	01 194	0			
(Print or Type F	Responses)										
Bensalah Nocair Symbol				uer Name <b>and</b> Ticker or Trading I y Recovery, Inc. [ERII]				5. Relationship of Reporting Person(s) to Issuer			
		· •		/Day/Year)				Director	10%	Owner	
C/O ENERO	GY RECOVERY		)2/02/20	-				XOfficer (give		r (specify	
INC., 1717	DOOLITTLE DI	RIVE						below) VF	below) Operations		
				nendment, Date Original Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check			
								Applicable Line)			
				•				_X_ Form filed by O			
SAN LEAN	DRO, CA 94577	1						Form filed by M Person	ore than One Rej	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securi	ties Acqu	uired, Disposed of	, or Beneficiall	ly Owned	
1.Title of	2. Transaction Date	e 2A. Deemee	ed 3. 4. Securities Acquired				quired	5. Amount of Securities	6.	7. Nature of	
Security	(Month/Day/Year)	Execution I	Date, if						Ownership Indirect Form: Direct Beneficial (D) or Ownership		
(Instr. 3)		any (Month/Day	Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)				)	Beneficially Owned		Ownership	
		(Infoliation Day	<i>y, i cui)</i>	(111511:0)				Following	Indirect (I)	(Instr. 4)	
						(A)		Reported	(Instr. 4)		
						or		Transaction(s) (Instr. 3 and 4)			
G				Code V	Amount	(D)	Price	(msu: 5 and 4)			
Common Stock (1)	02/02/2017			А	15,947	А	\$ 10.19	35,726	D		

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

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 Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of Transactio-Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		•		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 10.19	02/02/2017		А	25,843	(2)	02/02/2027	Common Stock	25,843

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer VP Operations 02/06/2017	Other			
Bensalah Nocair C/O ENERGY RECOVERY, INC. 1717 DOOLITTLE DRIVE SAN LEANDRO, CA 94577			• 1				
Signatures							
/s/ Lemyrtle Finley, Attorney-in-Fact Bensalah	for Nocai	ir	02/06/2017	7			

\*\*Signature of Reporting Person

## **Explanation of Responses:**

- \* 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).
- (1) Restricted Stock Units which represent a contingent right to receive shares of common stock. 25% of these restricted stock units fully vest on the 1st anniversary of the vesting start date of 02/02/2017; thereafter, the remaining 75% vest 1/36th per month.

Date

(2)  $\frac{25\%}{\text{per month.}}$  of these options fully vest on the 1st anniversary of the vesting start date of 02/02/2017; thereafter, the remaining 75% vest 1/36th per month.

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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