Johannessen Fred Olav Form 4 March 04, 2009

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction 1(b).

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

2. Issuer Name and Ticker or Trading

Energy Recovery, Inc. [ERII]

(Print or Type Responses)

(Last)

(City)

1. Name and Address of Reporting Person * Johannessen Fred Olav

> (First) (Middle)

> > (Zin)

C/O ENERGY RECOVERY. INC., 1908 DOOLITTLE DRIVE

(Street)

03/02/2009 4. If Amendment, Date Original

3. Date of Earliest Transaction

Filed(Month/Day/Year)

(Month/Day/Year)

Symbol

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

_X__ Director 10% Owner _ Other (specify Officer (give title below)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

/

(State)

(City)	(State) (A	Table Table	e I - Non-D	erivative	Securi	ities Acc	quired, Disposed o	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securion(A) or D (D) (Instr. 3,	4 and (A) or	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/02/2009		S(1)	300	D	\$ 6.01	229,700	I	By Logar AS
Common Stock	03/02/2009		S	1,700	D	\$ 6.02	228,000	I	By Logar AS
Common Stock	03/02/2009		S	450	D	\$ 6.03	227,550	I	By Logar AS
Common Stock	03/02/2009		S	700	D	\$ 6.04	226,850	I	By Logar AS
Common Stock	03/02/2009		S	150	D	\$ 6.08	226,700	I	By Logar AS

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Common Stock	03/02/2009	S	900	D	\$ 6.1	225,800	I	By Logar AS
Common Stock	03/02/2009	S	200	D	\$ 6.17	225,600	I	By Logar AS
Common Stock	03/02/2009	S	100	D	\$ 6.19	225,500	I	By Logar AS
Common Stock	03/02/2009	S	1,100	D	\$ 6.2	224,400	I	By Logar AS
Common Stock	03/02/2009	S	100	D	\$ 6.21	224,300	I	By Logar AS
Common Stock	03/02/2009	S	200	D	\$ 6.22	224,100	I	By Logar AS
Common Stock	03/02/2009	S	100	D	\$ 6.24	224,000	I	By Logar AS
Common Stock	03/02/2009	S	500	D	\$ 6.25	223,500	I	By Logar AS
Common Stock	03/02/2009	S	73	D	\$ 6.28	223,427	I	By Logar AS
Common Stock	03/02/2009	S	100	D	\$ 6.29	223,327	I	By Logar AS
Common Stock	03/02/2009	S	200	D	\$ 6.3	223,127	I	By Logar AS
Common Stock	03/02/2009	S	27	D	\$ 6.33	223,100	I	By Logar AS
Common Stock	03/02/2009	S	36	D	\$ 6.35	223,064	I	By Logar AS
Common Stock	03/02/2009	S	64	D	\$ 6.4	223,000	I	By Logar AS

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.

SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	3	(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo

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Disposed
of (D)
(Instr. 3,
4, and 5)

Code V (A) (D) Date Expiration Title Amount

Exercisable

Date

or Number of Shares Trans

(Insti

Reporting Owners

Reporting Owner Name / Address

Director

Director

Director

Director

Director

Director

Officer

Other

Address

Address

Other

Signatures

/s/Carolyn Bostick, attorney-in-fact for Fred Olav
Johannessen
03/04/2009

**Signature of Reporting Person Date

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) The sales reported in this Form 4 were effected pursuant to Rule 10b5-1 trading plans adopted by the reporting person on December 15, 2008.

Remarks:

This is the third of three Form 4s to be filed, as the number of transactions to be reported on Table 1 exceeds the number of line. 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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