



Exchange Act.

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Item 5.07 Submission of Matters to a Vote of Security Holders

Energy Recovery, Inc. (the “Company”) held its 2018 Annual Meeting of Stockholders (the “Annual Meeting”) on June 14, 2018, at the Company’s offices in San Leandro, California to (i) elect two members of the Board of Directors, (ii) ratify the appointment of Deloitte & Touche LLP as the Company’s independent registered public accounting firm; and (iii) approve, on a non-binding advisory basis, the compensation of the Company’s named executive officers.

As of April 20, 2018, the record date for the Annual Meeting, there were 53,651,381 shares of common stock outstanding and entitled to vote. At the Annual Meeting, 53,651,381 shares of common stock, or approximately 100%, were represented in person or by proxy, constituting a quorum.

The final results for the proposals voted on at the Annual Meeting are set forth below:

Proposal 1 - Election of Class I Directors. The stockholders elected two Class I Directors of the Company’s Board of Directors to serve for a three-year term until the 2021 Annual Meeting or until their respective successors are elected and qualified or until their earlier death, resignation, or removal. The following table shows the results of the stockholders’ vote:

Nominee for Class I Director	Votes For (% of votes cast)	Withheld (% of votes cast)	Broker (Non-Votes)
Olav Fjell	28,586,209 95.93%	1,213,737 4.07%	12,181,738
Ole Peter Lorentzen	27,828,904 93.39%	1,971,042 6.61%	12,181,738

Proposal 2 – Ratification of the appointment of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2018. This proposal was [approved/disapproved]. The following table shows the results of the stockholders’ vote:

Votes For (% of votes cast)	Votes Against (% of votes cast)	Abstentions (% of votes cast)
41,501,212 98.88%	466,082 1.11%	14,390 (—%)

Proposal 3 – Non-Binding Advisory Vote on Executive Compensation. This proposal was [approved/disapproved]. The following table shows the results of the stockholders’ vote:

Votes For (% of votes cast)	Votes Against (% of votes cast)	Abstentions (% of votes cast)	Broker (Non-Votes)
23,370,173 78.90%	6,246,777 21.09%	182,996 (—%)	12,181,738

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 18, 2018

Energy Recovery, Inc.

By: /s/ William Yeung  
William Yeung  
General Counsel