

Exchange Act.

Item 4.01 Changes in Registrant’s Certifying Accountant

On April 11, 2018, the Audit Committee of the Board of Directors (the “Audit Committee”) of Energy Recovery, Inc. (the “Company”) approved the appointment of Deloitte & Touche LLP (“Deloitte”) as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2018. In addition, on April 11, 2018, in connection with its selection of Deloitte, the Audit Committee approved the dismissal of BDO USA, LLP (“BDO”), the Company’s former independent registered public accounting firm.

The reports of BDO on the Company’s financial statements for each of the two fiscal years ended December 31, 2016 and 2017 did not contain an adverse opinion or a disclaimer of opinion, nor were they qualified or modified as to uncertainty, audit scope or accounting principles.

During the fiscal years ended December 31, 2016 and 2017 and the subsequent interim period through April 11, 2018, there were no disagreements, within the meaning of Item 304(a)(1)(iv) of Regulation S-K, with BDO on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedures which, if not resolved to the satisfaction of BDO, would have caused BDO to make reference to the subject matter of the disagreement in its reports.

During the fiscal years ended December 31, 2016 and 2017 and the subsequent interim period through April 11, 2018, there were no “reportable events,” within the meaning of Item 304(a)(1)(v) of Regulation S-K.

The Company has provided BDO with a copy of this Current Report on Form 8-K and requested that it provide the Company with a letter addressed to the Securities and Exchange Commission (the “SEC”) indicating whether or not BDO agrees with the disclosures contained herein and, if not, the respects in which it does not agree. A copy of BDO’s letter, dated April 12, 2018, is filed as Exhibit 16.1 to this Current Report on Form 8-K.

During the fiscal years ended December 31, 2016 and 2017 and the subsequent interim period through April 11, 2018, neither the Company nor anyone on its behalf consulted with Deloitte regarding any matter or event that would require disclosure under Item 304(a)(2) of Regulation S-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number Description

16.1 Letter from BDO USA, LLP to the Securities and Exchange Commission dated April 12, 2018

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: April 13, 2018

Energy Recovery, Inc.

By: /s/ William Yeung
William Yeung
General Counsel