503405732 07/23/2015

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 EPAS ID: PAT3452366

| SUBMISSION TYPE: | NEW ASSIGNMENT | |
|-----------------------|----------------|--|
| NATURE OF CONVEYANCE: | ASSIGNMENT | |

CONVEYING PARTY DATA

| Name | Execution Date |
|-------------------------|----------------|
| JOEL GAY | 07/16/2015 |
| FARSHAD GHASRIPOOR | 07/16/2015 |
| JEREMY MARTIN GRANT | 07/16/2015 |
| ADAM ROTHSCHILD HOFFMAN | 07/16/2015 |

RECEIVING PARTY DATA

| Name: | ENERGY RECOVERY, INC. | |
|-----------------|-----------------------|--|
| Street Address: | 1717 DOOLITTLE DRIVE | |
| City: | SAN LEANDRO | |
| State/Country: | CALIFORNIA | |
| Postal Code: | 94577 | |

PROPERTY NUMBERS Total: 1

| Property Type | Number |
|---------------------|----------|
| Application Number: | 14797953 |

CORRESPONDENCE DATA

Fax Number: (281)970-4503

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 281-970-4545

Email: swanson@fyiplaw.com

FLETCHER YODER PC (ERII) **Correspondent Name:**

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Address Line 4: **HOUSTON, TEXAS 77269-2289**

| ATTORNEY DOCKET NUMBER: | ERII:0035 |
|-------------------------|--------------------|
| NAME OF SUBMITTER: | JASON D. GRIER |
| SIGNATURE: | / Jason D. Grier / |
| DATE SIGNED: | 07/23/2015 |

Total Attachments: 5

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PATENT REEL: 036166 FRAME: 0064 503405732

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PATENT REEL: 036166 FRAME: 0065

ASSIGNMENT

For valuable and sufficient consideration from **Energy Recovery, Inc.** (hereinafter referred to as "Assignee"), having its principal place of business at 1717 Doolittle Drive, San Leandro, California 94577, receipt of such consideration being hereby acknowledged, we,

Joel Gay of Ramon, California
Farshad Ghasripoor of Berkeley, California
Jeremy Martin Grant of Oakland, California
Adam Rothschild Hoffman of San Francisco, California

hereby sell and assign and convey unto Assignee, its successors and assigns, our entire right, title and interest in and to the invention(s) made and conceived by us as described in the application(s) identified below:

| Country | Application Number | Filing Date | Title |
|---------|--------------------|-------------|---|
| US | 62/030,816 | 2014-07-30 | System and Method for Fluid Handling |
| US ! | 14/797,953 | 2015-07-13 | System and Method for Utilizing Integrated Pressure Exchange Manifold in Hydraulic Fracturing |
| PCT | PCT/US15/40656 | 2015-07-15 | System and Method for Utilizing Integrated Pressure Exchange Manifold in Hydraulic Fracturing |

and to all other patent applications now or hereafter filed in the United States and countries foreign to the United States (including divisional, continuation, reexamination, and reissue applications, and legal equivalents thereof) based upon the invention(s), and in and to the patent or patents granted thereon or issued therefrom, including reissues or the like thereof, if any, to the full end of the term or terms for which the patent or patents may be granted or issued.

We authorize and request that any attorney associated with **PTO Customer No. 118338** may insert additional information identifying the above application(s) after execution of this agreement.

We agree that any patent applications of any countries foreign to the United States which may be filed under any applicable international treaties and/or conventions based upon the invention(s) shall be filed in the name of Assignee with the right to claim priority to any earlier filed applications based upon the invention(s).

We hereby further agree that we shall, upon demand of Assignee, its successors or assigns, and without further consideration to us, execute any and all papers that may be necessary, or deemed by Assignee, its successors or assigns, to be necessary, to be a complete fulfillment of the intent and purposes of this Assignment, it being understood that any expense incident to the execution of such papers shall be paid by Assignee, its successors and assigns, and not by us.

We hereby further agree and authorize the Commissioner of Patents and Trademarks of the United States and all other appropriate government officials for applicable countries foreign to the United States to issue any and all above-identified patents to Assignee.

| INVENTOR 1 | |
|---|---|
| Signature: Joel Gay | Date: |
| Witnessed by: Signature | Date: |
| Printed Name of Witness | |
| Witnessed by: Signature Signature | Date: $\frac{7}{16}$ $\frac{1}{2015}$ |
| NOCA R BENSALAM Printed Name of Witness | |
| | |
| SECTION BELOW IS FOR USE ONLY II | F SIGNING IN PRESENCE OF A NOTARY |
| | |
| Joel Gay | Date: |
| STATE OF | |
| SS. | |
| COUNTY OF | |
| This day of, 201 personally known as the individual who exe he/she executed the same of his/her own free | 5 before me personally came the above-named Joel Gay , to me ecuted the foregoing assignment, who acknowledged to me that will for the purposes therein set forth. |
| Seal | <u> </u> |
| | (Notary Public) |

| INVENTOR 2 | |
|---|---|
| Signature: Farshad Ghasripook | Date: 7 116 /20 15 |
| Witnessed by: Signature | Date: 7/16/2015 |
| Printed Name of Witness Witnessed by: | |
| Chris Gamnon Printed Name of Witness | _ |
| SECTION BELOW IS FOR USE ONLY IF | SIGNING IN PRESENCE OF A NOTARY |
| | |
| Farshad Ghasripoor | Date: |
| STATE OF | |
| COUNTY OF | |
| Gnasripoor, to me personally known as the | 015 before me personally came the above-named Farshad he individual who executed the foregoing assignment, who same of his/her own free will for the purposes therein set forth. |
| Seal | (N. (|
| | (Notary Public) |

| INVENTOR 3: | |
|--|--|
| Signature: Jeremy Martin Grant | Date: 07/16/2015 |
| Witnessed by: Signature TOAN WER | Date: 7/16/2015 |
| Witnessed by: Signature Signature | Date: 7/16/15 |
| Printed Name of Witness | |
| | |
| SECTION BELOW IS FOR USE ONLY IF SIG | NING IN PRESENCE OF A NOTARY |
| | Date: |
| Jeremy Martin Grant | |
| STATE OF ss. | |
| This day of, 2015 be Grant, to me personally known as the individual v to me that he/she executed the same of his/her ow | efore me personally came the above-named Jeremy Martin who executed the foregoing assignment, who acknowledged on free will for the purposes therein set forth. |
| Seal | (Notory Dublic) |
| | (Notary Public) |

| INVENTOR 4: | |
|---|---|
| Signature: Adam Rothschild Hoffman | Date: |
| Witnessed by: Signature | Date: 7/16/2015 |
| Printed Name of Witness Witnessed by: | Date: 7/16/2015 |
| Signature Name of Witness | • / |
| SECTION BELOW IS FOR USE ONLY IF SIGN | ING IN PRESENCE OF A NOTARY |
| Adam Rothschild Hoffman | Date: |
| STATE OF | |
| COUNTY OF | • |
| Rothschild Hoffman, to me personally known as the | before me personally came the above-named Adam he individual who executed the foregoing assignment, who of his/her own free will for the purposes therein set forth. |
| Seal | (Notary Public) |