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AEHR TEST SYSTEMS

Form 8-K

October 20, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (date of earliest event reported): October 18, 2016

Aehr Test Systems  
(Exact name of Registrant as specified in its charter)

California 000-22893 94-2424084  
(State or other jurisdiction of (Commission File Number) (I.R.S. Employer  
incorporation or organization) Identification Number)

400 Kato Terrace  
Fremont, California 94539  
(Address of principal executive offices, including zip code)

510-623-9400  
(Registrant's telephone number, including area code)

N/A  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.07. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

The Annual Meeting of Shareholders of Aehr Test Systems (the "Company") was held on October 18, 2016 (the "Annual Meeting"). There were 13,598,934 shares of common stock entitled to vote at the Annual Meeting and 12,139,270 shares were present in person or by proxy.

Five items of business were acted upon by shareholders at the Annual

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Meeting. The voting results are as follows:

Proposal One: Election of Directors of the Company.

NOMINEE -----	VOTES FOR -----	VOTES WITHHELD -----	BROKER NON-VOTES -----
Rhea J. Posedel	6,344,220	2,160	5,792,890
Gayn Erickson	6,344,220	2,160	5,792,890
Robert R. Anderson	6,236,118	110,262	5,792,890
William W.R. Elder	6,236,118	110,262	5,792,890
Mario M. Rosati	6,344,220	2,160	5,792,890
John M. Schneider	6,344,220	2,160	5,792,890
Howard T. Slayen	6,344,220	2,160	5,792,890

Proposal Two: Approve the adoption of the Company's 2016 Equity Incentive Plan.

PROPOSAL -----	VOTES FOR -----	VOTES AGAINST -----	VOTES ABSTAIN -----	BROKER NON-VOTES -----
TWO	6,083,473	254,377	8,530	5,792,890

Proposal Three: Approve the adoption of the Company's Amended and Restated 2006 Employee Stock Purchase Plan.

PROPOSAL -----	VOTES FOR -----	VOTES AGAINST -----	VOTES ABSTAIN -----	BROKER NON-VOTES -----
THREE	6,292,147	48,703	5,530	5,792,890

Proposal Four: Ratify the selection of Burr Pilger Mayer, Inc. as the Company's independent registered public accounting firm for the fiscal year ending May 31, 2017.

PROPOSAL -----	VOTES FOR -----	VOTES AGAINST -----	VOTES ABSTAIN -----	BROKER NON-VOTES -----
FOUR	12,105,915	33,177	178	--

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Proposal Five: Approve, on an advisory basis, the compensation of the Company's named executive officers.

PROPOSAL	VOTES FOR	VOTES AGAINST	VOTES ABSTAIN	BROKER NON-VOTES
FIVE	6,319,059	15,711	11,610	5,792,890

SIGNATURES

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: October 20, 2016

Aehr Test Systems  
(Registrant)

By: /S/ KENNETH B. SPINK

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Kenneth B. Spink  
Vice President of Finance and  
Chief Financial Officer