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AEHR TEST SYSTEMS

Form 8-K

October 26, 2012

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 24, 2012

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 24, 2012 (the "Annual Meeting"). There were 9,236,351 shares of common stock entitled to vote at the Annual Meeting and 7,862,097 shares were present in person or by proxy.

Four 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
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Rhea J. Posedel	3,118,999	40,134	4,702,964
Gayn Erickson	3,143,066	16,067	4,702,964
Robert R. Anderson	3,139,566	19,567	4,702,964
William W.R. Elder	3,137,366	21,767	4,702,964
Mukesh Patel	3,102,464	56,669	4,702,964
Mario M. Rosati	3,140,866	18,267	4,702,964
Howard T. Slayen	3,102,464	56,669	4,702,964

Proposal Two: Approve an amendment to the Company's 2006 Equity Incentive Plan to increase the number of shares reserved for issuance thereunder by an additional 1,000,000 shares.

PROPOSAL	VOTES FOR	VOTES AGAINST	VOTES ABSTAIN	BROKER NON-VOTES
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TWO	2,714,021	444,765	347	4,702,964

Proposal Three: Approve an amendment to the Company's 2006 Employee Stock Purchase Plan to increase the number of shares reserved for issuance thereunder by an additional 350,000 shares.

PROPOSAL	VOTES FOR	VOTES AGAINST	VOTES ABSTAIN	BROKER NON-VOTES
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THREE	2,968,736	149,448	40,949	4,702,964

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, 2013.

PROPOSAL	VOTES FOR	VOTES AGAINST	VOTES ABSTAIN	BROKER NON-VOTES
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FOUR	7,721,691	100,976	39,430	--

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 26, 2012

Aehr Test Systems  
(Registrant)

By: /S/ GARY L. LARSON

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Gary L. Larson  
Vice President of Finance and  
Chief Financial Officer