

ROGERS VERNON

Form 4

October 24, 2018

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

 OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

 1. Name and Address of Reporting Person \*  
**ROGERS VERNON**

(Last) (First) (Middle)

**C/O AEHR TEST SYSTEMS, 400  
 KATO TERRACE**

(Street)

**FREMONT, CA 94539**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

**AEHR TEST SYSTEMS [AEHR]**

 3. Date of Earliest Transaction  
 (Month/Day/Year)

**10/23/2018**

 4. If Amendment, Date Original  
 Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Exe. VP. of Sales &amp; Marketing

 6. Individual or Joint/Group Filing(Check Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    |                                | (A) or (D)                                                        | Code V Amount (D) Price                                                                       |                                                          |                                                       |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 SEC 1474  
 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
**(e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|----------------------------------------------------------|---------------------------------------------------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|----------------------------------------------------------|---------------------------------------------------|

## Edgar Filing: ROGERS VERNON - Form 4

| (Instr. 3)                                      | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) |         |     |                           |                    |                 |  |
|-------------------------------------------------|------------------------------------|------------------|------------|---------------------------------------------------------------|---------|-----|---------------------------|--------------------|-----------------|--|
|                                                 |                                    |                  | Code       | V                                                             | (A)     | (D) | Date Exercisable          | Expiration<br>Date | Title           |  |
| Incentive<br>Stock Option<br>(right to buy)     | \$ 2.03                            | 10/23/2018       | A          |                                                               | 197,783 |     | 11/23/2018 <sup>(1)</sup> | 10/23/2025         | Common<br>Stock |  |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 2.03                            | 10/23/2018       | A          |                                                               | 2,217   |     | 11/23/2018 <sup>(1)</sup> | 10/23/2025         | Common<br>Stock |  |

## Reporting Owners

| Reporting Owner Name / Address                                                  | Relationships |           |                                     |       |
|---------------------------------------------------------------------------------|---------------|-----------|-------------------------------------|-------|
|                                                                                 | Director      | 10% Owner | Officer                             | Other |
| ROGERS VERNON<br>C/O AEHR TEST SYSTEMS<br>400 KATO TERRACE<br>FREMONT, CA 94539 |               |           | Exe. VP. of<br>Sales &<br>Marketing |       |

## Signatures

Vernon Rogers                      10/24/2018

\_\_\_\_Signature of                      Date  
Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) One forty-eighth (1/48) of the total number of shares became exercisable on this date and an additional one forty-eighth (1/48) of the total number of shares became exercisable each month thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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