

AEHR TEST SYSTEMS

Form SC 13G/A

February 14, 2014

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

AEHR Test Systems

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

00760J108

(CUSIP Number)

December 31, 2013

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see Instructions).

CUSIP No.: 00760J108

1

NAME OF REPORTING PERSON

PWA Real Estate, LLC

I.R.S. IDENTIFICATION NO. OF

ABOVE PERSON (ENTITIES ONLY)
26-1277040

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

2

(a) ☐
(b) ☒

3

SEC USE ONLY

4

CITIZENSHIP OR PLACE OF
ORGANIZATION
Pennsylvania

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5 SOLE VOTING POWER
279,000

6 SHARED VOTING POWER
0

7 SOLE DISPOSITIVE POWER
279,000

8 SHARED DISPOSITIVE POWER
0

9

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON
279,000

10

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES ☐

11

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
2.6%

12

TYPE OF REPORTING PERSON
OO

CUSIP No.: 00760J108

1

NAME OF REPORTING PERSON
Private Wealth Adv 401K PSP FBO John
M. Schneider

I.R.S. IDENTIFICATION NO. OF
ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP
(a) ☐
(b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION
United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 321,263
	6	SHARED VOTING POWER 0
	7	SOLE DISPOSITIVE POWER 321,263
	8	SHARED DISPOSITIVE POWER 0

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON
321,263

10 CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES ☐

11 PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
3%

12 TYPE OF REPORTING PERSON
EP

CUSIP No.: 00760J108

1 NAME OF REPORTING PERSON
John Schneider custodian FBO
Alexandria Schneider UTMA PA until
Age 21

2 I.R.S. IDENTIFICATION NO. OF
ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

(a) ☐

(b) ☒

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF
ORGANIZATION

4

United States of America

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5 SOLE VOTING POWER
1,000

6 SHARED VOTING POWER
0

7 SOLE DISPOSITIVE POWER
1,000

8 SHARED DISPOSITIVE POWER
0

9

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON
1,000

10

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES ☐

11

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
-

12

TYPE OF REPORTING PERSON
OO

CUSIP No.: 00760J108

1

NAME OF REPORTING PERSON
John Schneider custodian FBO Helena
Schneider UTMA Pa until Age 21

2

I.R.S. IDENTIFICATION NO. OF
ABOVE PERSON (ENTITIES ONLY)

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

(a) ☐

(b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
United States of America

5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
5 SOLE VOTING POWER
1,700

6 SHARED VOTING POWER
0

7 SOLE DISPOSITIVE POWER
1,700

8 SHARED DISPOSITIVE POWER
0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,700

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
-

12 TYPE OF REPORTING PERSON
OO

CUSIP No.: 00760J108

1 NAME OF REPORTING PERSON
John Schneider custodian FBO Beatrice Schneider UTMA PA until Age 21

2 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) ☐
(b) ☒

3 SEC USE ONLY

4	CITIZENSHIP OR PLACE OF ORGANIZATION United States of America
5	SOLE VOTING POWER 1,700
6	SHARED VOTING POWER 0
7	SOLE DISPOSITIVE POWER 1,700
8	SHARED DISPOSITIVE POWER 0
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,700
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) -
12	TYPE OF REPORTING PERSON OO

CUSIP No.: 00760J108

1	NAME OF REPORTING PERSON John M. Schneider
2	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ☐ (b) ☒
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0
	6	SHARED VOTING POWER 604,663
	7	SOLE DISPOSITIVE POWER 0
	8	SHARED DISPOSITIVE POWER 604,663
9		AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 604,663
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐
11		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.6%
12		TYPE OF REPORTING PERSON IN

CUSIP No.: 00760J108

ITEM 1(a). NAME OF
ISSUER:
AEHR Test
Systems
ADDRESS OF
ISSUER'S
ITEM 1(b). PRINCIPAL
EXECUTIVE
OFFICES:
400 Kato
Terrace
Fremont, CA
94539

ITEM 2(a). NAME OF
PERSON
FILING:
This statement is
being filed by (i)
PWA Real
Estate, LLC

("PWA") with
respect to the
279,000 Shares
of the Issuer
beneficially
owned by it; (ii)
Private Wealth
Adv 401K PSP
FBO John M.
Schneider (the
"401K Plan")
with respect to
the 321,263
Shares of the
Issuer
beneficially
owned by it; (iii)
John Schneider
custodian FBO
Alexandria
Schneider
UTMA PA until
Age 21 (the
"UTMA account
for Alexandria")
with respect to
the 1,000 Shares
of the Issuer
beneficially
owned by it; (iv)
John Schneider
custodian FBO
Helena
Schneider
UTMA Pa until
Age 21 (the
"UTMA account
for Helena")
with respect to
the 1,700 Shares
of the Issuer
beneficially
owned by it; (v)
John Schneider
custodian FBO
Beatrice
Schneider
UTMA PA until
Age 21 (the
"UTMA account

for Beatrice"
and together
with the UTMA
account for
Alexandria and
the UTMA
account for
Helena, the
"UTMA
accounts") with
respect to the
1,700 Shares of
the Issuer
beneficially
owned by it; and
(vi) John M.
Schneider with
respect to the
Shares
beneficially
owned by PWA,
the 401K Plan
and the UTMA
accounts. As the
sole member of
PWA, the sole
beneficiary of
the 401K Plan
and the
custodian for the
UTMA
accounts, John
M. Schneider
may be deemed
the beneficial
holder of the
Shares held by
PWA, the 401K
Plan and the
UTMA accounts
which, when
added together,
total 604,663
Shares
representing
5.6% of the
issued and
outstanding
Shares of the
Issuer. Mr.

Schneider
disclaims
beneficial
ownership of the
securities
covered by this
statement.

ITEM 2(b). ADDRESS OF
PRINCIPAL
BUSINESS
OFFICE OR, IF
NONE,
RESIDENCE:

4900 Perry
Highway, Ste.
300
Pittsburgh, PA
15229

ITEM 2(c). CITIZENSHIP:

PWA Real
Estate, LLC -
Pennsylvania
Private Wealth
Adv 401K PSP
FBO John M.
Schneider -
United States of
America
John Schneider
custodian FBO
Alexandria
Schneider
UTMA PA until
Age 21 - United
States of
America
John Schneider
custodian FBO
Helena
Schneider
UTMA PA until
Age 21 - United
States of
America
John Schneider
custodian FBO
Beatrice
Schneider
UTMA PA until

Age 21 - United
States of
America
John M.
Schneider -
United States of
America

ITEM 2(d). TITLE OF
CLASS OF
SECURITIES:

Common Stock,
par value \$0.01
per share

ITEM 2(e). CUSIP
NUMBER:

00760J108

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTION 240.13d-1(b), or 13d-2(b) or (c) CHECK
WHETHER THE PERSON FILING IS A:

- (a) ☐ Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78c);
- (b) ☐ Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) ☐ Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) ☐ Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) ☐ An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non-U.S. institution in accordance with 240.13d-1(b)(1)(ii)(J);
- (k) ☐ Group, in accordance with 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

ITEM 4. OWNERSHIP:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

604,663

(b) Percent of class:

5.6% (based on the shares of Common Stock outstanding as of December 31, 2013)

(c) Number of shares as to which the person has:

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(i) Sole power to vote or to direct the vote:

PWA Real Estate, LLC - 279,000

Private Wealth Adv 401K PSP FBO John M. Schneider - 321,263

John Schneider custodian FBO Alexandria Schneider UTMA PA until Age 21 - 1,000

John Schneider custodian FBO Helena Schneider UTMA Pa until Age 21 - 1,700

John Schneider custodian FBO Beatrice Schneider UTMA PA until Age 21 - 1,700

(ii) Shared power to vote or to direct the vote:

John M. Schneider - 604,663

(iii) Sole power to dispose or to direct the disposition of:

PWA Real Estate, LLC - 279,000

Private Wealth Adv 401K PSP FBO John M. Schneider - 321,263

John Schneider custodian FBO Alexandria Schneider UTMA PA until Age 21 - 1,000

John Schneider custodian FBO Helena Schneider UTMA Pa until Age 21 - 1,700

John Schneider custodian FBO Beatrice Schneider UTMA PA until Age 21 - 1,700

(iv) Shared power to dispose or to direct the disposition of:

John M. Schneider - 604,663

OWNERSHIP OF

ITEM 5. FIVE PERCENT OR
LESS OF A CLASS:

If this statement is
being filed to report
the fact that as of the
date hereof the
reporting person has
ceased to be the
beneficial owner of
more than five
percent of the class of
securities, check the
following [].

OWNERSHIP OF
MORE THAN FIVE
PERCENT ON
ITEM 6. BEHALF OF
ANOTHER
PERSON:

N/A

ITEM 7. IDENTIFICATION
AND
CLASSIFICATION
OF THE
SUBSIDIARY
WHICH ACQUIRED

THE SECURITY
BEING REPORTED
ON BY THE
PARENT HOLDING
COMPANY:

N/A

ITEM 8. IDENTIFICATION
AND
CLASSIFICATION
OF MEMBERS OF
THE GROUP:

N/A

ITEM 9. NOTICE OF
DISSOLUTION OF
GROUP:

N/A

ITEM 10. CERTIFICATION:

By signing below I
certify that, to the
best of my knowledge
and belief, the
securities referred to
above were not
acquired and are not
held for the purpose
of or with the effect
of changing or
influencing the
control of the issuer
of the securities and
were not acquired and
are not held in
connection with or as
a participant in any
transaction having
that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 13, 2014

Date

PWA Real Estate, LLC

Private Wealth Adv 401K PSP FBO John M. Schneider

John Schneider custodian FBO Alexandria Schneider UTMA PA until Age 21

John Schneider custodian FBO Helena Schneider UTMA PA until Age 21

John Schneider custodian FBO Beatrice Schneider UTMA PA until Age 21

/s/ John M.Schneider

SIGNATURE

Signature

John M. Schneider, CEO and President

Name/Title

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

CUSIP No.: 00760J108

EXHIBIT A

SCHEDULE 13G JOINT FILING AGREEMENT

In accordance with the requirements of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, and subject to the limitations set forth therein, the parties set forth below agree to jointly file the Schedule 13G/A to which this joint filing agreement is attached, and have duly executed this joint filing agreement as of the date set forth below.

Dated: 2/13/2014

PWA REAL ESTATE, LLC

By: /s/ John M. Schneider

Name: John M. Schneider

Title: Sole Member

PRIVATE WEALTH ADV 401K PSP FBO JOHN M. SCHNEIDER

By: /s/ John M. Schneider

Name: John M. Schneider

Title: Owner

JOHN SCHNEIDER CUSTODIAN FBO ALEXANDRIA SCHNEIDER UTMA PA UNTIL AGE 21

By: /s/ John M. Schneider

Name: John M. Schneider

Title: custodian

JOHN SCHNEIDER CUSTODIAN FBO HELENA SCHNEIDER UTMA PA UNTIL AGE 21

By: /s/ John M. Schneider

Name: John M. Schneider

Title: custodian

JOHN SCHNEIDER CUSTODIAN FBO BEATRICE SCHNEIDER UTMA PA UNTIL AGE 21

By: /s/ John M. Schneider

Name: John M. Schneider

Title: custodian

/s/ John M. Schneider

SIGNATURE