

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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>CASSIN BJ</b> <hr/> (Last) (First) (Middle) <b>3000 SAND HILL ROAD</b> <b>BUILDING 3, SUITE 210</b> <hr/> (Street) <b>MENLO PARK CA 94025-7119</b> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>PDF SOLUTIONS INC [ PDFS ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <b>08/26/2005</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/26/2005		S		9,951	D	\$15.67	240,049	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/26/2005		S		49	D	\$15.7	240,000	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/26/2005		S		1,500	D	\$15.79	238,500	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/26/2005		S		800	D	\$15.8	237,700	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/26/2005		S		300	D	\$15.81	237,400	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/29/2005		S		12,884	D	\$15.5	224,516	I	By the Cassin Family Trust U/T/D 1/31/96

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			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/29/2005		S		5,400	D	\$15.51	219,116	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/29/2005		S		5,116	D	\$15.52	214,000	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/29/2005		S		5,700	D	\$15.53	208,300	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/29/2005		S		2,200	D	\$15.54	206,100	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/29/2005		S		2,600	D	\$15.55	203,500	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/29/2005		S		2,300	D	\$15.56	201,200	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/29/2005		S		100	D	\$15.57	201,100	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/29/2005		S		100	D	\$15.58	201,000	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/29/2005		S		500	D	\$15.66	200,500	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	08/29/2005		S		500	D	\$15.7	200,000	I	By the Cassin Family Trust U/T/D 1/31/96

**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								11,666	I	By the Cassin Family Partners, a California Limited Partnership

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

Remarks:

/s/ P. STEVEN MELMAN,  
Attorney-in-Fact for B. J. Cassin      08/29/2005

\*\* Signature of Reporting Person      Date

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

\* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.