

OMB APPROVAL	
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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>  (Last) (First) (Middle) <b>3000 SAND HILL ROAD</b> <b>BUILDING 3, SUITE 210</b>  (Street) <b>MENLO PARK CA 94025-7119</b>  (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>11/10/2005</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	11/10/2005		S		2,500	D	\$15.92	197,500	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/10/2005		S		2,200	D	\$15.93	195,300	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/10/2005		S		2,500	D	\$15.94	192,800	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/10/2005		S		400	D	\$15.97	192,400	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/10/2005		S		600	D	\$15.98	191,800	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/10/2005		S		900	D	\$15.99	190,900	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	11/10/2005		S		1,900	D	\$16	189,000	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/10/2005		S		2,600	D	\$16.01	186,400	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/10/2005		S		1,463	D	\$16.02	184,937	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/10/2005		S		825	D	\$16.03	184,112	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/10/2005		S		1,112	D	\$16.04	183,000	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/11/2005		S		500	D	\$15.91	182,500	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/11/2005		S		1,000	D	\$15.92	181,500	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/11/2005		S		1,000	D	\$15.93	180,500	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/11/2005		S		4,500	D	\$15.95	176,000	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/11/2005		S		1,000	D	\$15.96	175,000	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	11/11/2005		S		500	D	\$15.97	174,500	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/11/2005		S		1,600	D	\$16.03	172,900	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/11/2005		S		4,500	D	\$16.04	168,400	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/11/2005		S		2,400	D	\$16.05	166,000	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/11/2005		S		1,000	D	\$16.07	165,000	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/14/2005		S		400	D	\$15.9	164,600	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/14/2005		S		1,500	D	\$15.93	163,100	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/14/2005		S		1,300	D	\$15.94	161,800	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/14/2005		S		7,600	D	\$15.95	154,200	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/14/2005		S		1,400	D	\$15.96	152,800	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	11/14/2005		S		400	D	\$15.99	152,400	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/14/2005		S		500	D	\$16	151,900	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/14/2005		S		900	D	\$16.06	151,000	I	By the Cassin Family Trust U/T/D 1/31/96
Common Stock	11/14/2005		S		700	D	\$16.08	150,300	I	By the Cassin Family Trust U/T/D 1/31/96

**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:**

This Form 4 is the first of two Form 4 reports filed on November 14, 2005 regarding the Reporting Person's sale of Common Stock on November 10, 2005, November 11, 2005 and November 14, 2005.

/s/ P. Steven Melman,  
Attorney-in-Fact for B.J. Cassin      11/14/2005

\*\* 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.

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