

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): February 14, 2019

PDF SOLUTIONS, INC.

(Exact name of registrant as specified in its charter)

000-31311

(Commission File Number)

Delaware
(State or Other Jurisdiction of Incorporation)

25-1701361
(I.R.S. Employer Identification No.)

2858 De La Cruz Boulevard
Santa Clara, CA 95050

(Address of principal executive offices, with zip code)

(408) 280-7900

(Registrant's telephone number, including area code)

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:

- 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

TABLE OF CONTENTS

[Item 2.02. Results of Operations and Financial Condition](#)

[Item 9.01. Financial Statements and Exhibits](#)

[SIGNATURES](#)

Item 2.02. Results of Operations and Financial Condition.

On February 14, 2019 PDF Solutions (the “Company”) issued a press release regarding its financial results and certain other information related to the fourth fiscal quarter and year ended December 31, 2018. The Company also posted on the Investor Relations section of its website (www.pdf.com) a management report with regard to the quarter and fiscal year ended December 31, 2018. Copies of the press release and management report are attached to this report as Exhibit 99.1 and 99.2, respectively. Information on the website is not, and will not be deemed, a part of this report or incorporated into any other filings the Company makes with the Securities and Exchange Commission.

The information in this Item 2.02, including Exhibits 99.1 and 99.2, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities under that Section, and shall not be deemed incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press Release dated February 14, 2019, regarding financial results and certain other information related to the fourth fiscal quarter and year ended December 31, 2018.
99.2	2018 Fourth Quarter and Full Year Management Report as of February 14, 2019.

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.

PDF SOLUTIONS, INC.
(Registrant)

By: /s/ Christine Russell
Christine Russell
EVP, Finance, and Chief Financial Officer
(principal financial and accounting officer)

Dated: February 14, 2019

News Release

Company Contacts:

Christine Russell,
Chief Financial Officer
Tel: (408) 938-6466
Email: christine.russell@pdf.com

Sonia Segovia,
IR Coordinator
Tel: (408) 938-6491
Email: sonia.segovia@pdf.com

PDF Solutions Reports Fourth Fiscal Quarter and Fiscal Year 2018 Results

SANTA CLARA, Calif.— February 14, 2019 — PDF Solutions, Inc. (“PDF Solutions” or the “Company”) (NASDAQ: PDFS), a leading provider of differentiated data and analytics solutions to the semiconductor and electronics industries, today announced financial results for its fourth fiscal quarter and fiscal year ended December 31, 2018.

Total revenues for the fourth fiscal quarter of 2018 were \$19.7 million, down 2% from \$20.2 million for the third fiscal quarter of 2018 and down 26% from \$26.8 million for the fourth fiscal quarter of 2017. Design-to-silicon-yield solutions revenue for the fourth fiscal quarter of 2018 was \$12.6 million, down 9% from \$14.0 million for the third fiscal quarter of 2018 and down 33% from \$19.0 million for the fourth fiscal quarter of 2017. Gainshare performance incentives revenue for the fourth fiscal quarter of 2018 was \$7.1 million, up 13% from \$6.2 million for the third fiscal quarter of 2018 and down 9% from \$7.8 million for the fourth quarter of 2017.

Total revenues for the fiscal year ended December 31, 2018, were \$85.8 million, down 16% when compared with total revenues of \$101.9 million for the fiscal year ended December 31, 2017. Design-to-silicon-yield solutions revenue for the fiscal year ended December 31, 2018, was \$60.1 million, down 19% when compared with Design-to-silicon-yield solutions revenues of \$74.4 million for the fiscal year ended December 31, 2017. Gainshare performance incentives revenue for the fiscal year ended December 31, 2018, was \$25.7 million, down 6% when compared with Gainshare performance incentives revenue of \$27.4 million for the fiscal year ended December 31, 2017.

On a GAAP basis, net loss for the fourth fiscal quarter of 2018 was \$3.1 million, or \$(0.10) per basic and diluted share, compared to net loss of \$2.1 million, or \$(0.06) per basic and diluted share, for the third fiscal quarter of 2018, and compared to net loss of \$2.6 million, or \$(0.08) per basic and diluted share, for the fourth fiscal quarter of 2017. Net loss for the fiscal year ended December 31, 2018, was \$7.7 million, or \$(0.24) per basic and diluted share, compared to net loss of \$1.3 million, or \$(0.04) per basic and diluted share, for the fiscal year ended December 31, 2017.

Cash and cash equivalents at December 31, 2018, were \$96.1 million, compared to \$101.3 million at December 31, 2017.

Non-GAAP net loss for the fourth fiscal quarter of 2018 was \$0.4 million, or \$(0.01) per diluted share, compared to net income of \$0.2 million, or \$0.01 per diluted share, for the third fiscal quarter of 2018, and compared to net income of \$4.2 million, or \$0.13 per diluted share, for the fourth fiscal quarter of 2017. Non-GAAP net income for the fiscal year ended December 31, 2018, was \$2.8 million, or \$0.09 per diluted share, compared to non-GAAP net income of \$13.0 million, or \$0.39 per diluted share, for the fiscal year ended December 31, 2017.

As previously announced, PDF Solutions will discuss these results on a live conference call beginning at 2:00 p.m. Pacific Time/5:00 p.m. Eastern Time today. The call will be simultaneously web cast on PDF Solutions' website at <http://ir.pdf.com/webcasts>. A replay of the web cast will be available at the same website address beginning approximately two hours after completion of the live call. A copy of this press release, including the disclosure and reconciliation of certain non-GAAP financial measures to the comparable GAAP measures, which non-GAAP measures may be used periodically by PDF Solutions' management when discussing financial results with investors and analysts, will also be available on PDF Solutions' website at <http://www.pdf.com/press-releases> following the date of this release.

Recent Accomplishments

- Commercial deployment of the 2nd generation of the Company's DFI™ solution with high-density electrical metrology at a major Asian foundry
- Early renewal of a contract for Exensio® Yield and Control with CV® infrastructure at a Top-5 Japanese semiconductor company with a multi-million dollar increase in the total contract value
- Execution of a multi-million dollar Exensio® Control contract with professional services at a leading integrated device manufacturer
- Further gains into China's ecosystem with a multi-million dollar Exensio® Yield contract and professional services at a major foundry

Fourth Quarter and Fiscal Year 2018 Financial Commentary Available Online

A Management Report reviewing the Company's fourth quarter and fiscal year 2018 financial results will be furnished to the SEC on Form 8-K and published on the Company's website at <http://ir.pdf.com/financial-reports>. Analysts and investors are encouraged to review this commentary prior to participating in the conference call webcast.

Information Regarding Use of Non-GAAP Financial Measures

In addition to providing results that are determined in accordance with Generally Accepted Accounting Principles in the United States of America (GAAP), PDF Solutions also provides certain non-GAAP financial measures. Non-GAAP net income (loss) excludes the effects of non-recurring items (including severance payments, restructuring charges, write-down in value of property and equipment, and adjustment to contingent consideration related to acquisition), stock-based compensation expense, amortization of acquired technology and other acquired intangible assets, and their related income tax effects, as applicable, as well as adjusts for the non-cash portion of income taxes. These non-GAAP financial measures are used by management internally to measure the Company's profitability and performance. PDF Solutions' management believes that these non-GAAP measures provide useful supplemental information to investors regarding the Company's ongoing operations in light of the fact that none of these categories of expense has a current effect on the future uses of cash (with the exception of certain non-recurring items) nor do they impact the generation of current or future revenues. These non-GAAP results should not be considered an alternative to, or a substitute for, GAAP financial information, and may differ from similarly titled non-GAAP measures used by other companies. In particular, these non-GAAP financial measures are not a substitute for GAAP measures of income or loss as a measure of performance, or to cash flows from operating, investing and financing activities as a measure of liquidity. Since management uses these non-GAAP financial measures internally to measure profitability and performance, PDF Solutions has included these non-GAAP measures to give investors an opportunity to see the Company's financial results as viewed by management. A reconciliation of the comparable GAAP financial measures to the non-GAAP financial measures is provided at the end of the Company's financial statements presented below.

Forward-Looking Statements

The statements made in this press release and on the planned conference call regarding the Company's future expected business performance and financial results are forward looking and are subject to events and circumstances of the future. Actual results could differ materially from those expressed in these forward-looking statements. Risks and uncertainties that could cause results to differ materially include risks associated with: customers' production volumes under contracts that provide Gainshare royalties, cost and schedule of new product development; continued adoption of the Company's solutions by new and existing customers; the impact of ASC 606; project milestones or delays and performance criteria achieved; the provision of technology and services prior to the execution of a final contract; and other risks set forth in PDF Solutions' periodic public filings with the Securities and Exchange Commission, including, without limitation, its Annual Reports on Form 10-K, most recently filed for the year ended December 31, 2017, Quarterly Reports on Form 10-Q, and Current Reports on Form 8-K and amendments to such reports. The forward-looking statements made in the conference call are made as of the date hereof, and PDF Solutions does not assume any obligation to update such statements nor the reasons why actual results could differ materially from those projected in such statements.

About PDF Solutions

PDF Solutions (NASDAQ: PDFS) offers an end-to-end analytics platform that empowers engineers and data scientists across the semiconductor ecosystem to rapidly improve the yield, quality, and profitability of their products. By combining industry-leading data analytics and professional services with exclusive, differentiated product data generated during the manufacturing process, PDF Solutions is delivering on the promise of Industry 4.0 today by transforming how the ecosystem collects, analyzes, and shares data. Key Fortune 500 organizations around the world rely on PDF Solutions to remove the data barriers that encumber and constrain new product introductions and to deliver the machine learning insights that drive efficient and profitable high-volume manufacturing.

Headquartered in Santa Clara, California, PDF Solutions also operates worldwide in Canada, China, France, Germany, Italy, Japan, Korea, and Taiwan. For the Company's latest news and information, visit <http://www.pdf.com/>.

Exensio, PDF Solutions, and the PDF Solutions logo are registered trademarks of PDF Solutions, Inc. or its subsidiaries. DFI is a trademark of PDF Solutions, Inc.

PDF SOLUTIONS, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)
(In thousands)

	December 31,	
	2018	2017
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 96,089	\$ 101,267
Accounts receivable, net	51,570	57,564
Prepaid expenses and other current assets	9,562	5,069
Total current assets	157,221	163,900
Property and equipment, net	35,681	25,386
Goodwill	1,923	1,923
Intangible assets, net	5,064	6,074
Deferred tax assets	19,044	16,348
Other non-current assets	6,972	10,545
Total assets	<u>\$ 225,905</u>	<u>\$ 224,176</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ 2,454	\$ 2,536
Accrued compensation and related benefits	4,727	6,493
Accrued and other current liabilities	3,235	2,627
Deferred revenues - current portion	8,477	7,981
Billings in excess of recognized revenues	635	—
Total current liabilities	19,528	19,637
Long-term income taxes payable	3,751	3,902
Other non-current liabilities	2,831	2,269
Total liabilities	26,110	25,808
Stockholders' equity:		
Common stock and additional paid-in-capital	310,665	297,955
Treasury stock at cost	(79,142)	(71,793)
Accumulated deficit	(30,452)	(27,089)
Accumulated other comprehensive loss	(1,276)	(705)
Total stockholders' equity	199,795	198,368
Total liabilities and stockholders' equity	<u>\$ 225,905</u>	<u>\$ 224,176</u>

PDF SOLUTIONS, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)
(In thousands, except per share amounts)

	Three months ended			Year ended	
	December 31, 2018	September 30, 2018	December 31, 2017	December 31, 2018	December 31, 2017
Revenues:					
Design-to-silicon-yield solutions	\$ 12,650	\$ 13,976	\$ 19,010	\$ 60,081	\$ 74,436
Gainshare performance incentives	7,075	6,237	7,766	25,713	27,435
Total revenues	19,725	20,213	26,776	85,794	101,871
Costs of Design-to-silicon-yield solutions:					
Direct costs of Design-to-silicon-yield solutions	9,577	10,539	12,137	42,228	47,050
Amortization of acquired technology	144	144	144	575	471
Total costs of Design-to-silicon-yield solutions	9,721	10,683	12,281	42,803	47,521
Gross profit	10,004	9,530	14,495	42,991	54,350
Operating expenses:					
Research and development	6,898	6,755	7,646	27,998	30,078
Selling, general and administrative	6,133	5,507	5,909	23,934	23,684
Amortization of other acquired intangible assets	109	108	107	435	398
Restructuring charges	576	—	—	576	—
Total operating expenses	13,716	12,370	13,662	52,943	54,160
Income (loss) from operations	(3,712)	(2,840)	833	(9,952)	190
Interest and other income (expense), net	210	223	42	493	(264)
Income (loss) before income taxes	(3,502)	(2,617)	875	(9,459)	(74)
Income tax provision (benefit)	(388)	(535)	3,509	(1,743)	1,263
Net loss	\$ (3,114)	\$ (2,082)	\$ (2,634)	\$ (7,716)	\$ (1,337)
Net loss per share:					
Basic	\$ (0.10)	\$ (0.06)	\$ (0.08)	\$ (0.24)	\$ (0.04)
Diluted	\$ (0.10)	\$ (0.06)	\$ (0.08)	\$ (0.24)	\$ (0.04)
Weighted average common shares:					
Basic	32,306	32,184	31,971	32,169	32,038
Diluted	32,306	32,184	31,971	32,169	32,038

PDF SOLUTIONS, INC.

RECONCILIATION OF GAAP TO NON-GAAP NET INCOME (LOSS) (UNAUDITED)

(In thousands, except per share amounts)

	Three months ended			Year ended	
	December 31, 2018	September 30, 2018	December 31, 2017	December 31, 2018	December 31, 2017
GAAP net loss	\$ (3,114)	\$ (2,082)	\$ (2,634)	\$ (7,716)	\$ (1,337)
Adjustments to reconcile GAAP net loss to non-GAAP net income (loss):					
Stock-based compensation expense	2,470	2,268	3,073	10,295	11,810
Amortization of acquired technology	144	144	144	575	471
Amortization of other acquired intangible assets	109	108	107	435	398
Restructuring charges and severance payments	576	48	30	907	400
Write-down in value of property and equipment	227	—	—	227	—
Adjustment to contingent consideration related to acquisition	90	—	—	90	—
Tax impact of adjustments	(868)	(281)	3,444	(1,992)	1,231
Non-GAAP net income (loss)	\$ (366)	\$ 205	\$ 4,164	\$ 2,821	\$ 12,973
GAAP net loss per diluted share	\$ (0.10)	\$ (0.06)	\$ (0.08)	\$ (0.24)	\$ (0.04)
Non-GAAP net income (loss) per diluted share	\$ (0.01)	\$ 0.01	\$ 0.13	\$ 0.09	\$ 0.39
Shares used in diluted shares calculation	32,476	32,385	32,866	32,466	33,204



2018 Fourth Quarter and Full Year Management Report

February 14, 2019

Statements herein regarding the Company's future expected business performance and financial results are forward looking and are subject to events and circumstances of the future. Actual results could differ materially from those expressed in these forward-looking statements. Risks and uncertainties that could cause results to differ materially include risks associated with: customers' production volumes at Gainshare-covered facilities; continued adoption of the Company's solutions by new and existing customers; project milestones or delays and performance criteria achieved; the provision of technology and services prior to the execution of a final contract; the impact of ASC 606; development costs on our next generation products; and other risks set forth in PDF Solutions' periodic public filings with the Securities and Exchange Commission, including, without limitation, its Annual Reports on Form 10-K, most recently filed for the year ended December 31, 2017, Quarterly Reports on Form 10-Q, and Current Reports on Form 8-K and amendments to such reports. The forward-looking statements made in the conference call are made as of the date hereof, and PDF Solutions does not assume any obligation to update such statements nor the reasons why actual results could differ materially from those projected in such statements.



Contents

■ 2018 Fourth Quarter and Full Year GAAP Results

- Income Statement: Quarterly & Annual Trends
- Revenue Commentary
- Balance Sheet & Commentary
- Cash Flow & Commentary

■ 2018 Fourth Quarter Non-GAAP Results

- Reconciliation of GAAP to Non-GAAP Net Income
- Reconciliation of GAAP to Non-GAAP Spending by Function

■ Related Information

The following commentary is provided by management and should be referenced in conjunction with PDF Solutions' fourth quarter for fiscal year 2018 financial results press release available on its Investor Relations website at <http://www.pdf.com/financial-news>. These remarks represent management's current views of the Company's financial and operational performance and are provided to give investors and analysts further insight into its performance in advance of the earnings call webcast. The Company disclaims any duty to update this information for future events.

GAAP Income Statement – Quarterly Trend Through Q4 2018

in thousands (except share amounts, percent of revenue, and EPS)

P&L (GAAP)	Q4-17	Q1-18	Q2-18	Q3-18	Q4-18
Design to Silicon Yield Solutions	\$ 19,010	\$ 18,190	\$ 15,266	\$ 13,976	\$ 12,650
Gain Share - Performance Incentive	7,766	6,547	5,853	6,237	7,075
Total Revenue	26,776	24,737	21,119	20,213	19,725
Cost of Sales	12,281	11,482	10,917	10,683	9,721
GROSS MARGIN	14,495	13,255	10,202	9,530	10,004
Gross Margin %	54%	54%	48%	47%	51%
OPERATING EXPENSES					
Research & Development	7,646	7,245	7,100	6,755	6,898
R&D % of Revenue	29%	29%	34%	33%	35%
Selling, General, & Administrative	5,909	6,375	5,919	5,507	6,133
SG&A % of Revenue	22%	26%	28%	27%	31%
Amortization of other acquired intangible assets	107	109	108	108	109
Restructuring charges	-	-	-	-	576
TOTAL OPERATING EXPENSES	13,662	13,729	13,127	12,370	13,716
OPERATING INCOME (LOSS)	833	(474)	(2,925)	(2,840)	(3,712)
Other (Income) / Expense, Net	(42)	331	(390)	(223)	(210)
PRE-TAX INCOME (LOSS)	875	(805)	(2,535)	(2,617)	(3,502)
Income Tax Provision (Benefit)	3,508	(381)	(439)	(535)	(388)
Net Income (Loss)	\$ (2,634)	\$ (424)	\$ (2,096)	\$ (2,082)	\$ (3,114)
GAAP EPS	\$ (0.08)	\$ (0.01)	\$ (0.07)	\$ (0.06)	\$ (0.10)
Diluted Weighted Avg Shares (in millions)	32.9	32.2	32.0	32.2	32.3



Q4 2018 – Revenue Commentary

- Commercial deployment of the 2nd generation of the Company's DFI™ solution with high-density electrical metrology at a major Asian foundry
- Execution of a multi-million dollar Exensio® Control contract with professional services at a leading integrated device manufacturer
- Further gains into China's ecosystem with a multi-million dollar Exensio® Yield contract and professional services at a major foundry
- The top ten customers represented 75% in the fourth quarter compared to 76% in the third quarter of 2018. One of these customers contributed revenues 10% or greater.
- ASC 606 impact to Q4 revenue was favorable by \$0.6 million. The new revenue recognition rule requires us to identify the performance obligations and allocate the purchase price to those obligations.

GAAP Income Statement – Annual Trend Through 2018

in thousands (except share amounts, percent of revenue, and EPS)

P&L (GAAP)	2016	2017	2018
Design to Silicon Yield Solutions	\$ 77,162	\$ 74,436	\$ 60,081
Gain Share - Performance Incentive	30,299	27,435	25,713
Total Revenue	107,461	101,871	85,794
Cost of Sales	44,448	47,521	42,803
GROSS MARGIN	63,013	54,350	42,991
Gross Margin %	59%	53%	50%
OPERATING EXPENSES			
Research & Development	27,559	30,078	27,998
R&D % of Revenue	26%	30%	33%
Selling, General, & Administrative	22,056	23,684	23,934
SG&A % of Revenue	21%	23%	28%
Amortization of other acquired intangible assets	432	398	435
Restructuring charges	-	-	576
TOTAL OPERATING EXPENSES	50,047	54,160	52,943
OPERATING INCOME (LOSS)	12,966	190	(9,952)
Other (Income) / Expense, Net	10	264	(493)
PRE-TAX INCOME (LOSS)	12,956	(74)	(9,459)
Income Tax Provision (Benefit)	3,853	1,263	(1,743)
Net Income (Loss)	\$ 9,103	\$ (1,337)	\$ (7,716)
GAAP EPS	\$ 0.28	\$ (0.04)	\$ (0.24)
Diluted Weighted Avg Shares (in millions)	32.4	32.0	32.2



Balance Sheet Trend – Quarterly Through Q4 2018

in thousands

	31-Dec-17	31-Mar-18	30-Jun-18	30-Sep-18	31-Dec-18
ASSETS					
Cash and cash equivalents	\$ 101,267	\$ 98,522	\$ 100,916	\$ 96,788	\$ 96,089
Accounts receivable	35,355	35,366	30,690	30,064	29,332
Unbilled accounts receivable	22,209	23,070	23,229	22,680	22,238
Other current assets	5,069	9,654	8,660	10,890	9,562
Total current assets	163,900	166,612	163,495	160,422	157,221
Goodwill and intangibles	7,997	7,744	7,492	7,240	6,987
Deferred tax assets	16,348	15,896	17,747	17,714	19,044
Other non-current assets	10,544	9,752	8,943	8,163	6,972
Property plant and equipment	25,386	26,536	28,095	34,120	35,681
Total assets	\$ 224,176	\$ 226,540	\$ 225,772	\$ 227,659	\$ 225,905
LIABILITIES					
Accounts payable	\$ 2,536	\$ 2,588	\$ 2,495	\$ 3,286	\$ 2,454
Accrued Liabilities	9,120	7,473	7,938	9,355	7,962
Deferred revenues and other	7,981	8,474	9,369	8,029	9,112
Total current liabilities	19,637	18,535	19,802	20,670	19,528
Deferred taxes and other	6,171	5,946	5,646	6,094	6,582
Total liabilities	25,808	24,481	25,448	26,765	26,110
EQUITY					
Common stock and additional paid-in-capital	297,955	301,872	304,953	308,103	310,665
Treasury stock	(71,793)	(76,473)	(78,422)	(78,752)	(79,142)
Accumulated other comprehensive loss	(705)	(180)	(25,256)	(1,119)	(1,276)
Accumulated deficit	(27,089)	(23,160)	(951)	(27,337)	(30,452)
Total stockholders' equity	198,368	202,059	200,324	200,895	199,795
Total liabilities and stockholders' equity	\$ 224,176	\$ 226,540	\$ 225,772	\$ 227,659	\$ 225,905



Q4 2018 – Balance Sheet Commentary

- Cash at the end of the quarter was \$96.1 million, a use of \$0.7 million from the prior quarter. The new eProbe 250 build comprised the main use of cash.
- Accounts Receivable balance at the end of the quarter was down approximately \$0.7 million and Unbilled Accounts Receivable balance (current & long-term) decreased approximately \$1.5 million, in each case compared to the previous quarter. Additionally, under ASC 606, \$2.7 million was reclassified from Unbilled AR to Contract Assets and recorded as Other Current Assets.
- Q4 DSO was 135 days, no change from prior quarter.
- Of the \$30.2 million of Unbilled Accounts Receivable at the end of the quarter, we expect approximately \$24.9 million to be billed in the next twelve months, of which more than 51% will be billed during Q1 2019.

Cash Flow – Quarterly Trend Through Q4 2018

in thousands	12/31/17	03/31/18	06/30/18	09/30/18	12/31/18
Operating activities:					
Net income (loss)	\$ (2,634)	\$ (424)	\$ (2,096)	\$ (2,082)	\$ (3,114)
Adjustments to reconcile net income (loss) to net cash provided by operating activities:					
Depreciation and amortization	1,240	1,261	1,270	1,158	1,278
Stock-based compensation	3,074	2,856	2,701	2,268	2,470
Adjustment to contingent consideration related to acquisition	-	-	-	-	114
Amortization of acquired intangible assets	251	253	252	252	252
Losses (Gains) on disposal of assets	1	3	-	1	-
Write-down in value of long-lived assets	-	-	-	-	227
Deferred taxes	3,010	117	(1,818)	(597)	(1,873)
Provisions (reversal) on losses on accounts receivable	50	-	(42)	-	-
Unrealized loss (gain) on foreign currency forward contract	(21)	58	(11)	12	8
Changes in operating assets and liabilities:					
Accounts receivable	(4,660)	(80)	4,559	1,175	1,174
Prepaid expenses and other assets	2,288	(1,385)	1,778	(1,470)	2,522
Accounts payable	352	497	(1,489)	394	(808)
Accrued compensation and related benefits	970	(1,278)	460	(559)	(232)
Accrued and other liabilities	296	(532)	57	223	492
Deferred revenue	356	1,906	839	(2,113)	1,819
Billings in excess of recognized revenue	(288)	-	7	662	(34)
Net cash provided by (used in) operating activities	4,285	3,252	6,467	(676)	4,295
Investing activities:					
Proceeds from the sales of property and equipment	-	2	-	3	-
Purchases of property and equipment	(3,313)	(2,449)	(2,363)	(3,940)	(4,369)
Acquisition of business, net of cash acquired	-	-	-	-	-
Net cash provided by (used in) investing activities	(3,313)	(2,447)	(2,363)	(3,937)	(4,369)
Financing activities:					
Proceeds from exercise of stock options	518	39	377	53	91
Proceeds from employee stock purchase plan	-	1,007	-	824	-
Stock repurchases	-	(4,123)	(1,125)	-	-
Purchase of company stock for employee tax settlement	(1,055)	(556)	(820)	(334)	(391)
Payment to contingent consideration related to acquisition	-	-	-	-	(244)
Net cash provided by (used in) financing activities	(537)	(3,633)	(1,568)	543	(544)
Effect of exchange rate changes on cash and cash equivalents	82	83	(142)	(58)	(81)
Net increase (decrease) in cash and cash equivalents	517	(2,745)	2,394	(4,128)	(699)
Cash and cash equivalents, beginning of period	100,750	101,267	98,522	100,916	96,788
Cash and cash equivalents, end of period	\$ 101,267	\$ 98,522	\$ 100,916	\$ 96,788	\$ 96,089

Q4 2018 – Cash Flow Commentary

- Cash generated from operating activities during the quarter was approximately \$4.3 million.
- During the quarter, the Company purchased approximately \$4.4 million of fixed assets, primarily related to our DFI solution.

Non-GAAP Presentation

In addition to providing results that are determined in accordance with Generally Accepted Accounting Principles in the United States of America (GAAP), the Company also provides certain non-GAAP financial measures. Non-GAAP net income (loss) excludes the effects of non-recurring items (including severance payments, restructuring charges, write-down in value of property and equipment, and adjustment to contingent consideration related to acquisition), stock-based compensation expenses, amortization of acquired technology and other acquired intangible assets, and their related income tax effects, as applicable, as well as adjusts for the non-cash portion of income taxes. These non-GAAP financial measures are used by management internally to measure the Company's profitability and performance. PDF Solutions' management believes that these non-GAAP measures provide useful supplemental measures to investors regarding the Company's ongoing operations in light of the fact that none of these categories of expense has a current effect on the future uses of cash (with the exception of certain non-recurring items) nor do they impact the generation of current or future revenues. These non-GAAP results should not be considered an alternative to, or a substitute for, GAAP financial information, and may be different from similarly titled non-GAAP measures used by other companies. In particular, these non-GAAP financial measures are not a substitute for GAAP measures of income or loss as a measure of performance, or to cash flows from operating, investing and financing activities as a measure of liquidity. Management uses these non-GAAP financial measures internally to measure profitability and performance; these non-GAAP measures are presented here to give investors an opportunity to see the Company's financial results as viewed by management. A detailed reconciliation of the adjustments made to comparable GAAP measures is included herein.

Reconciliation of GAAP to Non-GAAP Net Income (Loss)

in thousands (except for shares and per share amounts)

	Q4-17	Q1-18	Q2-18	Q3-18	Q4-18
GAAP net income (loss)	\$ (2,634)	\$ (424)	\$ (2,096)	\$ (2,082)	\$ (3,114)
Adjustments to reconcile GAAP net income (loss) to non-GAAP net income (loss):					
Stock-based compensation expense	3,073	2,856	2,701	2,268	2,470
Amortization of acquired technology	144	144	143	144	144
Amortization of other acquired intangible assets	107	109	108	108	109
Restructuring charges and severance payment	30	283	-	48	576
Write-down in value of property and equipment	-	-	-	-	227
Adjustment to contingent consideration related to acquisition	-	-	-	-	90
Tax Impact of Adjustments	3,444	(747)	(96)	(281)	(868)
Non-GAAP net income (loss)	\$ 4,164	\$ 2,220	\$ 760	\$ 205	\$ (366)
GAAP net income (loss) per diluted share	\$ (0.08)	\$ (0.01)	\$ (0.07)	\$ (0.06)	\$ (0.10)
Non-GAAP net income (loss) per diluted share	\$ 0.13	\$ 0.07	\$ 0.02	\$ 0.01	\$ (0.01)
Shares used in diluted shares calculation (in millions)	32.9	32.6	32.3	32.4	32.5

Reconciliation of GAAP to Non-GAAP Spending by Function

in thousands	Q4-17	Q1-18	Q2-18	Q3-18	Q4-18
Cost of Sales - GAAP	\$ 12,281	\$ 11,482	\$ 10,917	\$ 10,683	\$ 9,721
Adjustments to reconcile GAAP Cost of Sales to non-GAAP					
Cost of Sales:					
Stock-based compensation expense	(1,162)	(1,013)	(968)	(787)	(786)
Amortization of acquired technology	(144)	(144)	(144)	(144)	(144)
Severance payments	-	(209)	-	(48)	-
Cost of Sales - Non-GAAP	<u>\$ 10,976</u>	<u>\$ 10,116</u>	<u>\$ 9,805</u>	<u>\$ 9,705</u>	<u>\$ 8,791</u>
Research & Development - GAAP	\$ 7,646	\$ 7,245	\$ 7,100	\$ 6,755	\$ 6,898
Adjustments to reconcile GAAP R&D to non-GAAP R&D:					
Stock-based compensation expense	(959)	(879)	(845)	(725)	(811)
Severance payments	(17)	(74)	-	-	-
Write-down in value of property and equipment	-	-	-	-	(227)
Adjustment to contingent consideration related to acquisition	-	-	-	-	(90)
Research & Development - Non-GAAP	<u>\$ 6,670</u>	<u>\$ 6,292</u>	<u>\$ 6,255</u>	<u>\$ 6,030</u>	<u>\$ 5,770</u>
Selling, General, & Administrative - GAAP	\$ 5,909	\$ 6,375	\$ 5,919	\$ 5,507	\$ 6,133
Adjustments to reconcile GAAP SG&A to non-GAAP SG&A:					
Stock-based compensation expense	(952)	(963)	(888)	(756)	(873)
Severance payments	(13)	-	-	-	-
Selling, General, & Administrative - Non-GAAP	<u>\$ 4,944</u>	<u>\$ 5,412</u>	<u>\$ 5,031</u>	<u>\$ 4,751</u>	<u>\$ 5,260</u>

