

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0287
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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>11/07/2005</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	11/07/2005		S		500	D	\$15.31	11,166	I	By the Cassin Family Partners, a California Limited Partnership
Common Stock	11/07/2005		S		2,000	D	\$15.32	9,166	I	By the Cassin Family Partners, a California Limited Partnership
Common Stock	11/07/2005		S		500	D	\$15.33	8,666	I	By the Cassin Family Partners, a California Limited Partnership
Common Stock	11/07/2005		S		4,000	D	\$15.36	4,666	I	By the Cassin Family Partners, a California Limited Partnership
Common Stock	11/07/2005		S		1,300	D	\$15.37	3,366	I	By the Cassin Family Partners, a California Limited Partnership

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			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/07/2005		S		500	D	\$15.38	2,866	I	By the Cassin Family Partners, a California Limited Partnership
Common Stock	11/07/2005		S		866	D	\$15.4	2,000	I	By the Cassin Family Partners, a California Limited Partnership
Common Stock	11/07/2005		S		500	D	\$15.42	1,500	I	By the Cassin Family Partners, a California Limited Partnership
Common Stock	11/07/2005		S		900	D	\$15.43	600	I	By the Cassin Family Partners, a California Limited Partnership
Common Stock	11/07/2005		S		500	D	\$15.45	100	I	By the Cassin Family Partners, a California Limited Partnership
Common Stock	11/07/2005		S		100	D	\$15.47	0	I	By the Cassin Family Partners, a California Limited Partnership
Common Stock								200,000	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					

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

1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution Date	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of	9. Number of derivative	10. Ownership	11. Nature of Indirect
1. Title of Derivative 2. Conversion 3. Transaction Date 3A. Deemed Execution Date 4. Transaction Code 5. Number of 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of 9. Number of derivative 10. Ownership 11. Nature of Indirect	1. Title of Derivative 2. Conversion 3. Transaction Date 3A. Deemed Execution Date 4. Transaction Code 5. Number of 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of 9. Number of derivative 10. Ownership 11. Nature of Indirect	1. Title of Derivative 2. Conversion 3. Transaction Date 3A. Deemed Execution Date 4. Transaction Code 5. Number of 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of 9. Number of derivative 10. Ownership 11. Nature of Indirect	1. Title of Derivative 2. Conversion 3. Transaction Date 3A. Deemed Execution Date 4. Transaction Code 5. Number of 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of 9. Number of derivative 10. Ownership 11. Nature of Indirect	1. Title of Derivative 2. Conversion 3. Transaction Date 3A. Deemed Execution Date 4. Transaction Code 5. Number of 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of 9. Number of derivative 10. Ownership 11. Nature of Indirect	1. Title of Derivative 2. Conversion 3. Transaction Date 3A. Deemed Execution Date 4. Transaction Code 5. Number of 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of 9. Number of derivative 10. Ownership 11. Nature of Indirect	1. Title of Derivative 2. Conversion 3. Transaction Date 3A. Deemed Execution Date 4. Transaction Code 5. Number of 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of 9. Number of derivative 10. Ownership 11. Nature of Indirect	1. Title of Derivative 2. Conversion 3. Transaction Date 3A. Deemed Execution Date 4. Transaction Code 5. Number of 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of 9. Number of derivative 10. Ownership 11. Nature of Indirect	1. Title of Derivative 2. Conversion 3. Transaction Date 3A. Deemed Execution Date 4. Transaction Code 5. Number of 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of 9. Number of derivative 10. Ownership 11. Nature of Indirect	1. Title of Derivative 2. Conversion 3. Transaction Date 3A. Deemed Execution Date 4. Transaction Code 5. Number of 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of 9. Number of derivative 10. Ownership 11. Nature of Indirect	1. Title of Derivative 2. Conversion 3. Transaction Date 3A. Deemed Execution Date 4. Transaction Code 5. Number of 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of 9. Number of derivative 10. Ownership 11. Nature of Indirect	1. Title of Derivative 2. Conversion 3. Transaction Date 3A. Deemed Execution Date 4. Transaction Code 5. Number of 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of 9. Number of derivative 10. Ownership 11. Nature of Indirect
Remarks: Explanation of Responses: Price of Derivative Security							Securities Underlying Derivative Security (Instr. 5) /s/ P. Steven Melman Attorney-in-Fact for B. J. Cassin		Securities Beneficially Owned Following Reported Transaction Date 11/08/2005	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
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.											