### PDF SOLUTIONS INC

Form 4

October 05, 2005

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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**OMB APPROVAL** 

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* **HAWIT ANDRE** 

2. Issuer Name and Ticker or Trading Symbol

PDF SOLUTIONS INC [PDFS]

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

Director

\_X\_\_ Officer (give title

10% Owner Other (specify

333 WEST SAN CARLOS

STREET, SUITE 700

10/03/2005

below)

VP of Software Development

(Street)

(First)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

SAN JOSE, CA 95110

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	10/03/2005		S(1)	400	D	\$ 17.1	1,499,327	D	
Common Stock	10/03/2005		S	100	D	\$ 17.11	1,499,227	D	
Common Stock	10/03/2005		S	200	D	\$ 17.12	1,499,027	D	
Common Stock	10/03/2005		S	200	D	\$ 17.13	1,498,827	D	
Common Stock	10/03/2005		S	200	D	\$ 17.15	1,498,627	D	

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Common Stock	10/03/2005	S	300	D	\$ 17.16	1,498,327	D
Common Stock	10/03/2005	S	100	D	\$ 17.17	1,498,227	D
Common Stock	10/03/2005	S	100	D	\$ 17.18	1,498,127	D
Common Stock	10/03/2005	S	300	D	\$ 17.1867	1,497,827	D
Common Stock	10/03/2005	S	200	D	\$ 17.21	1,497,627	D
Common Stock	10/03/2005	S	200	D	\$ 17.235	1,497,427	D
Common Stock	10/03/2005	S	500	D	\$ 17.3	1,496,927	D
Common Stock	10/03/2005	S	200	D	\$ 17.305	1,496,727	D
Common Stock	10/03/2005	S	400	D	\$ 17.31	1,496,327	D
Common Stock	10/03/2005	S	200	D	\$ 17.32	1,496,127	D
Common Stock	10/03/2005	S	100	D	\$ 17.33	1,496,027	D
Common Stock	10/03/2005	S	500	D	\$ 17.36	1,495,527	D
Common Stock	10/03/2005	S	200	D	\$ 17.365	1,495,327	D

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

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SEC 1474 (9-02)

 $\label{thm:convertible} \textbf{Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ \textit{(e.g., puts, calls, warrants, options, convertible securities)}$ 

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumbe		Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	3	(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr
					(Instr. 3,				

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4, and 5)

Date Expiration Or Number Of Shares

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HAWIT ANDRE 333 WEST SAN CARLOS STREET SUITE 700 SAN JOSE, CA 95110

VP of Software Development

**Signatures** 

/s/ P. Steven Melman, Attorney-in-Fact for Andre
Hawit
10/05/2005

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).
- (1) All sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 sales plan dated August 26, 2005 between the Reporting Person and Goldman, Sachs & Co.

#### **Remarks:**

This Form 4 is the second of two Form 4 reports filed on October 5, 2005 regarding the Reporting Person's sale of Common S Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3