

PDF SOLUTIONS INC  
Form 4  
December 29, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KIBARIAN JOHN KACHIG**

2. Issuer Name and Ticker or Trading Symbol  
**PDF SOLUTIONS INC [PDFS]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

**333 WEST SAN CARLOS STREET, SUITE 700**

**12/28/2005**

CEO, President

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**SAN JOSE, CA 95110**

(City) (State) (Zip)

**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	(D)	Price
Common Stock	12/28/2005		S <sup>(1)</sup>		400	D	\$ 15.88
Common Stock	12/28/2005		S		101	D	\$ 15.89
Common Stock	12/28/2005		S		100	D	\$ 15.91
Common Stock	12/28/2005		S		100	D	\$ 15.92
Common Stock	12/28/2005		S		200	D	\$ 15.935
					2,604,356	D	
					2,604,255	D	
					2,604,155	D	
					2,604,055	D	
					2,603,855	D	

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Common Stock	12/28/2005	S	100	D	\$ 15.99	2,603,755	D
Common Stock	12/28/2005	S	200	D	\$ 15.995	2,603,555	D
Common Stock	12/28/2005	S	200	D	\$ 16.01	2,603,355	D
Common Stock	12/28/2005	S	200	D	\$ 16.015	2,603,155	D
Common Stock	12/28/2005	S	300	D	\$ 16.0233	2,602,855	D
Common Stock	12/28/2005	S	200	D	\$ 16.045	2,602,655	D
Common Stock	12/28/2005	S	100	D	\$ 16.17	2,602,555	D
Common Stock	12/28/2005	S	100	D	\$ 16.24	2,602,455	D
Common Stock	12/28/2005	S	100	D	\$ 16.27	2,602,355	D
Common Stock	12/28/2005	S	200	D	\$ 16.3	2,602,155	D
Common Stock	12/28/2005	S	200	D	\$ 16.325	2,601,955	D
Common Stock	12/28/2005	S	100	D	\$ 16.34	2,601,855	D
Common Stock	12/28/2005	S	200	D	\$ 16.345	2,601,655	D
Common Stock	12/28/2005	S	222	D	\$ 16.36	2,601,433	D
Common Stock	12/28/2005	S	200	D	\$ 16.365	2,601,233	D
Common Stock	12/28/2005	S	120	D	\$ 16.38	2,601,113	D
Common Stock	12/28/2005	S	200	D	\$ 16.39	2,600,913	D
Common Stock	12/28/2005	S	157	D	\$ 16.4	2,600,756	D

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KIBARIAN JOHN KACHIG 333 WEST SAN CARLOS STREET SUITE 700 SAN JOSE, CA 95110	X	X	CEO, President	

## Signatures

/s/ P. STEVEN MELMAN, Attorney-in-Fact for John K. Kibarian 12/29/2005

\_\_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.

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