

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* HARTGRING CORNELIS <hr/> (Last) (First) (Middle) 333 W. SAN CARLOS ST. SUITE 1000 <hr/> (Street) SAN JOSE CA 95110 <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol PDF SOLUTIONS INC [PDFS]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Vice President, CSS		
			3. Date of Earliest Transaction (Month/Day/Year) 02/10/2015			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
			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	02/10/2015		M		65,600	A	\$8.92	100,312 ⁽¹⁾	D	
Common Stock	02/10/2015		S		65,600	D	\$17.48 ⁽²⁾	34,712	D	
Common Stock	02/11/2015		M		14,400	A	\$8.92	49,112	D	
Common Stock	02/11/2015		M		20,000	A	\$8.79	69,112	D	
Common Stock	02/11/2015		S		34,400	D	\$17.57 ⁽³⁾	34,712	D	

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					
Stock Options (Right to Buy)	\$8.92	02/10/2015		M		65,600		11/07/2008	11/06/2017	Common Stock 65,600	\$0	14,400	D	
Stock Options (Right to Buy)	\$8.92	02/11/2015		M		14,400		11/07/2008	11/06/2017	Common Stock 14,400	\$0	0	D	
Stock Options (Right to Buy)	\$8.79	02/11/2015		M		12,500		06/22/2012	05/21/2021	Common Stock 12,500	\$0	7,500	D	
Stock Options (Right to Buy)	\$8.79	02/11/2015		M		7,500		05/22/2012	05/21/2021	Common Stock 7,500	\$0	2,500	D	

Explanation of Responses:

- Includes 1,018 shares of common stock that were purchased on January 31, 2015 under the PDF Employee Stock Purchase Plan.
- Average weighted sale price for shares disposed of in the reported transaction. The shares were sold in multiple brokers' transactions at various market prices per share ranging from \$17.00 to \$17.68.
- Average weighted sale price for shares disposed of in the reported transaction. The shares were sold in multiple brokers' transactions at various market prices per share ranging from \$17.32 to \$17.76.

/s/ Gregory Walker, Attorney-
in-Fact for Cornelis Hartgring 02/11/2015

** 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.

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.