FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden
hours per response: 0.5

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* MICHAELS KIMON				2. Issuer Name and Ticker or Trading Symbol PDF SOLUTIONS INC [PDFS]							Relationship of Reporting Person(s) to Issuer (Check all applicable)				
IVIIOTALLS NIVION									X	Director	10% Owner				
(Last) (First) (Middle 333 WEST SAN CARLOS STREET			e)	3. Date of Earliest Transaction (Month/Day/Year) 04/27/2005							Officer (give title below)	below)			
SUITE 700						1/84 (1/5)		Co-VP of Client Services 6. Individual or Joint/Group Filing (Check Applicable							
-				4.1	f Amendment, Date	e of Origin	ıaı Fi	ea (Month/Da	ay/ Year)	Line)	ividual or Joint/Grou	p Filing (Check	Applicable		
Street) SAN JOSE CA 95110										X	Form filed by One				
		9311								Form filed by More than One Reporting Person					
(City)	(State)	(Zip)													
		Table I	· Non-Deriva	tive	e Securities A	cquired	l, Di	sposed of	, or Be	eneficially	Owned				
Date			2. Transaction Date (Month/Day/Ye		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed O 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
						Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(1150. 4)	(Instr. 4)		
Common Stoc	k		04/27/200	5		S		188	D	\$13.21	1,557,888	D			
Common Stoc	k		04/27/200	5		S		184	D	\$12.97	1,557,704	D			
Common Stoc	k		04/27/200	5		S		16	D	\$12.98	1,557,688	D			
Common Stoc	k		04/27/200	5		S		300	D	\$13.1	1,557,388	D			
Common Stoc	k		04/27/200	5		S		200	D	\$13.11	1,557,188	D			
Common Stoc	k		04/27/200	5		S		2,800	D	\$13.1146	1,554,388	D			
Common Stoc	k		04/27/200	5		S		100	D	\$13.12	1,554,288	D			
Common Stoc	k		04/27/200	5		S		16	D	\$13.13	1,554,272	D			
Common Stoc	k		04/27/200	5		S		200	D	\$13.14	1,554,072	D			
Common Stoc	k		04/27/200	5		S		84	D	\$13.15	1,553,988	D			
Common Stoc	k		04/27/200	5		S		100	D	\$13.17	1,553,888	D			
Common Stoc	k		04/27/200	5		S		3,312	D	\$13.1836	1,550,576	D			
Common Stoc	k		04/28/200	5		S		300	D	\$13.0533	1,550,276	D			
Common Stoc	k		04/28/200	5		S		831	D	\$13.1	1,549,445	D			
Common Stoc	k		04/28/200	5		S		500	D	\$13.09	1,548,945	D			
Common Stoc	k		04/28/200	5		S		137	D	\$13.07	1,548,808	D			
Common Stoc	k		04/28/200	5		S		100	D	\$13.11	1,548,708	D			
Common Stoc	k		04/28/200	5		S		753	D	\$13.06	1,547,955	D			
Common Stoc	k		04/28/200	5		S		500	D	\$13.04	1,547,455	D			
Common Stoc	k		04/28/200	5		S		1,700	D	\$13.05	1,545,755	D			
Common Stoc	k		04/28/200	5		S		100	D	\$13	1,545,655	D			
Common Stoc	k		04/28/200	5		S		16	D	\$13.15	1,545,639	D			
Common Stoc	k		04/28/200	5		S		300	D	\$13.0767	1,545,339	D			
Common Stoc	k		04/28/200	5		S		300	D	\$12.9767	1,545,039	D			
Common Stoc	k		04/28/200	5		S		400	D	\$13.095	1,544,639	D			
Common Stoc	k		04/28/200	5		S		200	D	\$13.085	1,544,439	D			

Date (Month/Day/Year) Month/Day/Year) Mont			Tabl	e I - Non-Deriv	ative S	Securi	ities A	cquired	l, Di	sposed o	f, or B	eneficia	lly Owr	ned		
Code V	1. Title of Security (Instr. 3)			Date	ear) Ex	Execution Date, ar) if any		Transaction Code (Instr.		Disposed Of (D) (Ir				urities eficially ied	Form: Direct (D) or Indirect (I)	of Indirect Beneficial Ownership
Common Stock 04/28/2005 S 200 D \$13.045 1,544,039 D Common Stock 04/28/2005 S 763 D \$13.08 1,543,276 D Common Stock 04/28/2005 S 200 D \$13.055 1,543,076 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Security or Exercise (Month/Day/Year) 1. Title of Security Conversion or Exercise (Month/Day/Year) Price of Derivative Securities (Month/Day/Year) S 2. Demed Exercisable and Expiration Date (Month/Day/Year) Derivative Securities (Month/Day/Year) S 3. Transaction Code (Instr. 8) S 3. Transaction Date (Month/Day/Year) Derivative Securities (Month/Day/Year) S 3. Transaction Code (Instr. 8) S 3. Transaction Date (Month/Day/Year) S 4. Title and Amount of S 4. Demed Dat								Code	v	Amount	(A) or (D)	Price	Rep Tran	orted isaction(s)	(instr. 4)	(Instr. 4)
Common Stock 04/28/2005 S 763 D \$13.08 1,543,276 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) Or Exercise Price of Derivative Security (Security Security Securi	Common	Stock	04/28/20	05			S		200	D	\$13.0	75 1	,544,239	D		
Common Stock O4/28/2005 S 200 D \$13.055 1,543,076 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Security (Instr. 3) Price of Derivative Security (Month/Day/Year) Price of Derivative Security (Month/Day/Year) Price of Derivative Securities (Month/Day/Year) Namount of Securities Securities (Month/Day/Year) Securities (Month/Day/Year) Price of Derivative Securities Securities Securities (Month/Day/Year) Price of Derivative Securities Security (Instr. 5) Price of Derivative Securities Securities Securities Securities Securities Securities Securities Security (Instr. 5) Price of Derivative Securities Sec	Common Stock			04/28/20	05			S		200	D	\$13.0	45 1	,544,039	D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Conversion or Exercise (Instr. 3) Price of Derivative Security Security In the of Derivative Conversion or Exercise (Instr. 3) Derivative Security In the of Date (Month/Day/Year) Price of Derivative Security Security In the of Date (Month/Day/Year) Securities Acquired (Month/Day/Year) Price of Derivative Security Secur	Common Stock			04/28/20	05			S		763	D	\$13.0	8 1	,543,276	D	
(e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative (Instr. 3) 1. Title of Security (Instr. 3) 1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security (Instr. 3) 1. Title of Date Exercisable and Of Exercise (Month/Day/Year) 1. Title of Date Exercisable and Expiration Date (Month/Day/Year) 1. Title of Date Exercisable and Expiration Date (Month/Day/Year) 1. Title of Securities (Month/Day/Year) 2. Date Exercisable and Expiration Date (Month/Day/Year) 3. Transaction Date Exercisable and Expiration Date (Month/Day/Year) 4. Transaction Derivative Securities Acquired (A) or Security Security Security Security (Instr. 5) 9. Number of derivative Securities Derivative Securities Prom: Derivative Security (Instr. 5) 9. Number of derivative Securities Derivative Securities Prom: Derivative Security (Instr. 5) 1. Title and Expiration Date (Month/Day/Year) 2. Number of derivative Securities 3. Number of Date (Month/Day/Year) 4. Title and Expiration Date (Month/Day/Year) 4. Title and Expiration Date (Month/Day/Year) 5. Number of Securities 6. Date Exercisable and Title and Expiration Date (Month/Day/Year) 9. Number of Owne	Common Stock			04/28/20	05			S		200	D	\$13.0	55 1	,543,076	D	
Derivative Security (Instr. 3) Price of Derivative Security Security (Security Security Secur	· · · · · · · · · · · · · · · · · · ·															
of (D) (Instr. 3, 4 and 5)	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution Date, if any Transaction Code (Instr		ction o Instr. D S A (/	of Derivative Securities Acquired A) or Disposed of (D)	Expira (Mont	tion [Date	te Amount of Securities Underlying Derivative		of Derivative Security	derivative Securities Beneficially Owned Following Reported Transaction(Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Date Expiration Exercisable Date

Explanation of Responses:

Remarks:

/S/ P. Steven Melman, Attorney-in-Fact for Kimon W. 04/28/2005 Michaels

or Number

of Shares

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

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.

^{**} Signature of Reporting Person Date

 $^{^{\}star}$ 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).