

CHRISTINE RUSSELL  
Form 3  
August 16, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |                                                                        |
| CHRISTINE RUSSELL                         |         | (Month/Day/Year)                     | PDF SOLUTIONS INC [PDFS]                           |                                                                        |
| (Last)                                    | (First) | (Middle)                             | 08/10/2018                                         |                                                                        |
| 333 W. SAN CARLOS ST., SUITE 1000         |         |                                      | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)                             |                                                                        |
| SAN JOSE, CA 95110                        |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other                                         |
|                                           |         |                                      | (give title below)                                 | (specify below)                                                        |
|                                           |         |                                      | VP, Finance and CFO                                | 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  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| Common Stock                       | 80,000 <sup>(1)</sup>                                    | D                                                                 |                                                          |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4)<br><br>Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------------------------------------|--------------------------------------------------------|---------------------------------------------------------|----------------------------------------------------------|
|-----------------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------------------------------------|--------------------------------------------------------|---------------------------------------------------------|----------------------------------------------------------|

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|                              | Date Exercisable | Expiration Date |              | Amount or Number of Shares |          | or Indirect (I) (Instr. 5) |   |
|------------------------------|------------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Stock Options (Right to Buy) | Â (2)            | 08/01/2028      | Common Stock | 80,000                     | \$ 10.65 | D                          | Â |

## Reporting Owners

| Reporting Owner Name / Address                                                 | Relationships |           |                       |       |
|--------------------------------------------------------------------------------|---------------|-----------|-----------------------|-------|
|                                                                                | Director      | 10% Owner | Officer               | Other |
| CHRISTINE RUSSELL<br>333 W. SAN CARLOS ST.<br>SUITE 1000<br>SAN JOSE, CA 95110 | Â             | Â         | Â VP, Finance and CFO | Â     |

## Signatures

/s/ Christine Russell 08/16/2018

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- These shares represent an award of restricted stock units (Total RSU). 25% of the Total RSU will vest on August 1, 2019 and 12.5% of the Total RSU will vest each date that is 6 months thereafter until fully vested, subject to the Recipient's continued service through each applicable vest date.
- 25% of the Total Options will vest on the 1st anniversary of the grant date, which is August 1 2019 and 1/48th of the Total Options will vest on the 1st of each month thereafter through August 1, 2022, when the award will be fully vested, subject to the Recipient's continued service through each applicable vest date..

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.