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Form 4									
February 19, 2008									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								PPROVAL	
Washington, D.C. 20549								3235-0287	
Check this box if no longer							Expires:	January 31, 2005	
subject to Section 16. Form 4 or	SECUI	RITIES	ICIAL O	Estimated burden hou response	average urs per				
abligations	tion $17(a)$ of the	Public U	tility Hol	lding Cor		nge Act of 1934, of 1935 or Secti 940			
(Print or Type Responses)									
1. Name and Address of R FOX MARYE ANNI	2. Issuer Name and Ticker or Trading Symbol RED HAT INC [RHT]				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First)					(Check all applicable)				
C/O RED HAT, INC. VARSITY DRIVE	(Month/Day/Year) 02/15/2008			_X_Director10% Owner Officer (give titleOther (specify below)below)					
(Street)	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)			1	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
RALEIGH, NC 2760	6					Person	More than One R	eporung	
(City) (State)	(Zip)	Tabl	e I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transact (Month/Da	ion Date 2A. Deen y/Year) Executior any (Month/D	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	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)	
Reminder: Report on a sep	arata lina for each c	lass of secu		Amount	(D) Price	or indirectly			
Kenninger, Keport on a sep	arate fine for each c	1655 OF SECU	intres bene	Perso inforn requir	ns who res nation con red to resp nys a curre	spond to the collect tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pi
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof	Expiration Date	Underlying Securities	Deri
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				(1		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units	\$ O	02/15/2008		А	965		02/15/2008(1)	<u>(1)</u>	Common Stock (2)	965	

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
FOX MARYE ANNE C/O RED HAT, INC. 1801 VARSITY DRIVE RALEIGH, NC 27606	X						
Signatures							
/s/ Emily Del Toro, Atty in fact UPOA		02/19/2	008				
**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) This DSU was granted pursuant to Red Hat's 2006 Non-employee Director Compensation Plan, in lieu of cash compensation and is fully vested as of the date of the grant. The DSU will be paid out in cash or common stock at the election of Red Hat, Inc. on the earlier of January 1, 2012 (the deferral date designated by the Reporting Person) or upon termination of the Reporting Person's Board of Director service.

(2) This DSU is payable in either cash or common stock at the election of Red Hat, Inc.

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.

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