

KAISER WILLIAM S

Form 4

January 11, 2010

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

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 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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
KAISER WILLIAM S

(Last) (First) (Middle)

**C/O RED HAT, INC., 1801
VARSITY DRIVE**

(Street)

RALEIGH, NC 27606

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
RED HAT INC [RHT]

3. Date of Earliest Transaction
(Month/Day/Year)
01/08/2010

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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 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)
Common Stock	01/08/2010		M	5,000 A	\$ 14.58	350,834	D
Common Stock	01/08/2010		S	5,000 D	\$ 29.99 (1)	345,834	D
Common Stock	01/08/2010		M	10,000 A	\$ 20.06	355,834	D
Common Stock	01/08/2010		S	10,000 D	\$ 29.99 (1)	345,834	D
	01/08/2010		M	5,000 A	\$ 18	350,834	D

Edgar Filing: KAISER WILLIAM S - Form 4

Common
Stock

Common Stock	01/08/2010	S	5,000	D	\$ 29.99 (2)	345,834	D
-----------------	------------	---	-------	---	--------------------	---------	---

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

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 control number.

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 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option NQSO (Right to Buy)	\$ 14.58	01/08/2010		M	5,000	08/15/2000 08/15/2010	Common Stock 5,000
Employee Stock Option NQSO (Right to Buy)	\$ 18	01/08/2010		M	5,000	09/28/2000 09/28/2010	Common Stock 5,000
Employee Stock Option NQSO (Right to Buy)	\$ 20.06	01/08/2010		M	10,000	(3) 07/26/2010	Common Stock 10,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Edgar Filing: KAISER WILLIAM S - Form 4

Director 10% Owner Officer Other

KAISER WILLIAM S
C/O RED HAT, INC.
1801 VARSITY DRIVE
RALEIGH, NC 27606

X

Signatures

/s/ Kimberly Yule, Atty in fact
UPOA

01/11/2010

__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).
 - Represents the weighted average sale price per share. The shares were sold at prices ranging from \$29.98-\$30.00 per share. Full
 - (1) information regarding the number of shares sold at each price shall be provided upon request to the Staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
 - Represents the weighted average sale price per share. The shares were sold at prices ranging from \$29.98-\$29.99 per share. Full
 - (2) information regarding the number of shares sold at each price shall be provided upon request to the Staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
 - (3) This stock option is exercisable 33-1/3% on the first anniversary date of the date of grant and 8.33% on the first day of each subsequent three-month period following one year from the date of grant.

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.