

SZULIK MATTHEW  
Form 4  
February 14, 2007

**FORM 4**

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

OMB APPROVAL

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

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SZULIK MATTHEW

(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)  
02/13/2007

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)  
Chariman/CEO/President

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 (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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/13/2007		M		100,000	A	\$ 0.5
Common Stock	02/13/2007		S <sup>(2)</sup>		77,900	D	\$ 25
Common Stock	02/13/2007		S <sup>(2)</sup>		1,100	D	\$ 25.02
Common Stock	02/13/2007		S <sup>(2)</sup>		100	D	\$ 25.03
Common Stock	02/13/2007		S <sup>(2)</sup>		100	D	\$ 25.04

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Common Stock	02/13/2007	<u>S(2)</u>	1,200	D	\$ 25.05	1,094,782	D
Common Stock	02/13/2007	<u>S(2)</u>	3,000	D	\$ 25.06	1,091,782	D
Common Stock	02/13/2007	<u>S(2)</u>	3,100	D	\$ 25.07	1,088,682	D
Common Stock	02/13/2007	<u>S(2)</u>	1,900	D	\$ 25.08	1,086,782	D
Common Stock	02/13/2007	<u>S(2)</u>	700	D	\$ 25.1	1,086,082	D
Common Stock	02/13/2007	<u>S(2)</u>	2,000	A	\$ 25.11	1,084,082	D
Common Stock	02/13/2007	<u>S(2)</u>	500	D	\$ 25.12	1,083,582	D
Common Stock	02/13/2007	<u>S(2)</u>	300	D	\$ 25.14	1,083,282	D
Common Stock	02/13/2007	<u>S(2)</u>	5,000	A	\$ 25.15	1,078,282	D
Common Stock	02/13/2007	<u>S(2)</u>	3,100	D	\$ 25.2	1,075,182	D

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

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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 Number Shares
Employee Stock Option NQSO (Right to Buy)	\$ 0.5	02/13/2007		M	100,000	<u>(1)</u>	06/27/2011	Common Stock	100,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SZULIK MATTHEW C/O RED HAT, INC 1801 VARSITY DRIVE RALEIGH, NC 27606			Chariman/CEO/President	

## Signatures

Emily Del Toro, Atty in fact UPOA	02/14/2007
<u>  </u> **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 option vests quarterly at a rate of 8.33% over a three year period.
  - (2) This stock sale was effected pursuant to a Rule 10b5-1 trading plan effective January 1, 2007

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.