RED HAT INC Form 4 January 21, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number: January 31, Expires:

2005

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5. Relationship of Reporting Person(s) to

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

may continue.

See Instruction

BEGLEY CHARLENE T			Symbol RED HAT INC [RHT]					Issuer (Check all applicable)			
(First) (I	Middle)	3. Date of Earliest Transaction									
		(Month/Da	ay/Year)						6 Owner		
C/O RED HAT, INC., 100 EAST			01/16/2015						er (specify		
EET							below)	below)			
(Street) 4. If Amen			ndment, Date Original				6. Individual or Joint/Group Filing(Check				
Filed(Me			l(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(State)	(Zip)	Table	I - Non-I	erivative (Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned		
2. Transaction Dat	te 2A. Dee	med	3.	4. Securi	ities		5. Amount of	6. Ownership	7. Nature of		
(Month/Day/Year)) Execution	on Date, if					Securities	Form: Direct	Indirect		
(Instr. 3) any			Code Disposed of (D)			Beneficially (D) or Beneficial					
	(Month/	Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)		` '	Ownership		
					(A)		Reported	(Instr. 4)	(Instr. 4)		
							Transaction(s)				
			Code V	Amount		Price	(Instr. 3 and 4)				
01/16/2015			A(1)	4,602	A	\$0	4,602	D			
	(First) (IAT, INC., 100 EXEET (Street) NC 27601 (State) 2. Transaction Date (Month/Day/Year)	(First) (Middle) AT, INC., 100 EAST (EET (Street) NC 27601 (State) (Zip) 2. Transaction Date 2A. Dee (Month/Day/Year) Execution any (Month/	HARLENE T Symbol RED HA (First) (Middle) 3. Date of (Month/Da AT, INC., 100 EAST 01/16/20 EEET (Street) 4. If Amer Filed(Month) NC 27601 (State) (Zip) Table 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)	HARLENE T Symbol RED HAT INC [(First) (Middle) 3. Date of Earliest Tr (Month/Day/Year) AT, INC., 100 EAST (Street) 4. If Amendment, Da Filed(Month/Day/Year) NC 27601 (State) (Zip) Table I - Non-D 2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if Transactiany Code (Month/Day/Year) (Instr. 8)	HARLENE T Symbol RED HAT INC [RHT] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) AT, INC., 100 EAST 01/16/2015 (EET (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) NC 27601 (State) (Zip) Table I - Non-Derivative State (Month/Day/Year) 2. Transaction Date 2A. Deemed 3. 4. Securi (Month/Day/Year) Execution Date, if TransactionAcquired any Code Disposed (Month/Day/Year) (Instr. 8) (Instr. 3,	HARLENE T Symbol RED HAT INC [RHT] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) AT, INC., 100 EAST (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) NC 27601 (State) (Zip) Table I - Non-Derivative Securi 2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and (A) or Code V Amount (D)	HARLENE T Symbol RED HAT INC [RHT] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) AT, INC., 100 EAST O1/16/2015 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) NC 27601 (State) (Zip) Table I - Non-Derivative Securities Ac 2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or any Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price	HARLENE T Symbol RED HAT INC [RHT] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) AT, INC., 100 EAST (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) NC 27601 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year) 2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or any Code Disposed of (D) Beneficially (Month/Day/Year) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Following Reported Transaction(s) (Instr. 3 and 4)	HARLENE T Symbol RED HAT INC [RHT] (Check all applicable (Check		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	Year)	Underlyi	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr. 3	and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								٨	mount		
								01			
						Date	Expiration		umber		
						Exercisable	Date	of			
				Code V	(A) (D)				hares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
BEGLEY CHARLENE T C/O RED HAT, INC. 100 EAST DAVIE STREET RALEIGH, NC 27601	X					

Signatures

/s/ Stephanie Trunk, Atty in Fact 01/21/2015 **UPOA**

**Signature of Reporting Person

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).

Date

This restricted stock award was granted pursuant to Red Hat's 2010 Non-Employee Director Compensation Plan. One-third of the number of shares granted will vest on each anniversary of the initial grant date over three years.

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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