CORMIER PAUL J

Form 4 April 24, 2012

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:

Expires:

January 31,

2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

Common

Stock

04/20/2012

(Print or Type Responses)

1. Name and Address of Reporting Person * CORMIER PAUL J			ssuer Name an ool O HAT INC	d Ticker or Trading [RHT]	5. Relationship of Reporting Person(s) to Issuer				
(Last)	· · · · · ·	(Mon	ate of Earliest T	ransaction	Director		Owner		
C/O RED HAT, INC., 1801 VARSITY DRIVE			0/2012		X Officer (give title Other (spec below) below) EVP, Engineering				
(Street) RALEIGH, NC 27606			Amendment, D	ate Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
			(Month/Day/Yea	ur)					
(City)	(State)	(Zip)	Гable I - Non-	Derivative Securities Acq	uired, Disposed o	f, or Beneficial	y Owned		
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Execution Date	, if Transacti	on(A) or Disposed of (D)	Securities	Ownership	Indirect		
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)	Beneficially	Form: Direct	Beneficial		
		(Month/Day/Ye	ear) (Instr. 8)		Owned	(D) or	Ownership		

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

S

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.

Following

Reported

85,143

Transaction(s)

(Instr. 3 and 4)

(A)

or

(D)

D

Price \$

60.96

(1)

Amount

27,269

Indirect (I)

(Instr. 4)

D

(Instr. 4)

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 Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exerc Expiration D		7. Title at Amount of		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(monda, Day, Teal)	(Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/		Underlyin Securities (Instr. 3 a	ng s	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or Title Nu of	nount umber uares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

CORMIER PAUL J C/O RED HAT, INC. 1801 VARSITY DRIVE RALEIGH, NC 27606

EVP, Engineering

Signatures

/s/ Stephanie Trunk, Atty in Fact **UPOA**

04/24/2012

**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 \$60.91 - \$60.98 per share. Full

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.

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.

Reporting Owners 2