Edgar Filing: CORMIER PAUL J - Form 4/A

Form 4/A								
January 17, 2006						-	PPROVAL	
UNITED	STATES SECU Wa	RITIES Al		COMMISSION	OMB Number:	3235-0287		
Section 16. Form 4 or Form 5 Filed put	rsuant to Section (a) of the Public U	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940					January 31, 2005 average urs per . 0.5	
(Print or Type Responses)								
1. Name and Address of Reporting CORMIER PAUL J	Symbol	2. Issuer Name and Ticker or Trading Symbol RED HAT INC [RHAT]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (C/O RED HAT, INC, 1801 VARSITY DRIVE	(Month/	Date of Earliest Transaction Month/Day/Year) 1/09/2006			Director 10% Owner X Officer (give title Other (specify below) below) EVP, Engineering			
(Street)	Filed(Month/Day/Year) 01/10/2006			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 27606					Person		oportung	
(City) (State)					cquired, Disposed o		-	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction. Code	Disposed (Instr. 3, 4	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on a separate line	e for each class of sec	urities benefi	•	•	or indirectly.	ction of S	SEC 1474	

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.

 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 of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option NQSO (Right to Buy)	\$6	01/09/2006		М			50,000	<u>(1)</u>	05/23/2011	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
CORMIER PAUL J C/O RED HAT, INC 1801 VARSITY DRIVE RALEIGH, NC 27606			EVP, Engineering						
Signatures									
Emily DelToro, Atty in Fact UPOA		01/17/2006							
**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 is exercisable 25% on the first anniversary date and 6.25% 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.