RED HAT INC Form 4/A November 01, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

	Section 30(f)	of the Investment	Compa	ny Act of 1940	
	eck box if no longer y continue. See Instru		ı 16.	Form 4 or Form	5 obligations
1. Na	me and Address of Repo	rting Person*			
Kaiser		William		S.	
(Las	t)	(First)		(Middle)	
c/o Red	Hat, Inc., 1801 Varsi	ty Drive			
		(Street)			
Raleigh		North Carolina		27606	
(Cit	у)	(State)		(Zip)	
2. Is	suer Name and Ticker o	r Trading Symbol			
	Red Hat, Inc. (RHAT)				
3. IR	S Identification Numbe	r of Reporting Per	son,	if an Entity (V	/oluntary)
4. St	atement for Month/Year				
4. 50	acement for Honen, rear				
	October 7, 2002				
5. If	Amendment, Date of Or	iginal (Month/Year	·)		
	October 11, 2002				
	lationship of Reportin heck all applicable)	g Person to Issuer			
[_				10% Owner	
[X] Officer (give title	below)	[_]	Other (specify	below)
	Executive Vice Presid	ent = Engineering			

7. Individual or Joint [X] Form filed by [_] Form filed by	one Reporting			≘)				
Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
		2A. Deemed Execution Date, if any, (mm/dd/yy)	3. Transaction Code		4. Securities Ac Disposed of ((Instr. 3, 4	D)	(A) or	
1. Title of Security (Instr. 3)	Date		(Instr.	8) 		(D)		
Common Stock, \$.0001 par value per share	10/07/02				1,137			
Common Stock, \$.0001 par value per share	10/07/02		L(1)	V	130,307	А		
Common Stock, \$.0001	10/07/02		L(1)	V	1,704	А		
* If the Form is file 4(b)(v). Reminder: Report on a se						on		

(Print or Type Responses)

owned directly or indirectly.

(Over)

(Form 4-07/99)

FORM 4 (continued)

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

	2. Conversion or Exercise Price of Deriv-	3. Trans-	Date, if	Trans- action Code	1 '		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou of Underlying Securities (Instr. 3 and	
1. Title of										Amou
Derivative Security	ative Secur-	(Month/	any (Month/ Day/	(IIISCI. 8)	4 and			Expira-		or Numb of
(Instr. 3)	ity	Year)	Year)	Code V		(D)	cisable		Title	Shar
			=======							

Explanation of Responses:

⁽¹⁾ Acquired in exchange for stock of NocPulse, Inc. pursuant to stock for stock exchange with Issuer.

⁽²⁾ Represents shares of Common Stock owned by Greylock X Limited Partnership. Mr. Kaiser is a general partner of Greylock X GP Limited Partnership, the sole general partner of Greylock X Limited Partnership.

Mr. Kaiser disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, which, as of the date of acquisition, was nominal.

(3) Represents shares of Common Stock owned by Greylock X GP Limited Partnership. Mr. Kaiser is a general partner of Greylock X GP Limited Partnership, the sole general partner of Greylock X Limited Partnership. Mr. Kaiser disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, which, as of the date of acquisition, was nominal.

/s/ Kevin Thompson, Attorney-In-Fact November 1, 2002

**Signature of Reporting Person Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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