RED HAT INC Form 4 October 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 Investmen	t Comp	any Act of 194	10		
[_]	Check box if no longer may continue. See Instru		on 16.	Form 4 or For	rm 5 obligations		
1.	Name and Address of Repo	orting Person*					
Buckley		Timothy	-				
(Last)	(First)		(Middle)			
c/o	Red Hat, Inc., 1801 Varsi						
		(Street)					
Rale	igh	North Carolin					
(City)	(State)		(Zip)			
2.	Issuer Name and Ticker o	or Trading Symbol					
	D 1 11 - T (DY2T)						
	Red Hat, Inc. (RHAT)						
3.	IRS Identification Number	er of Reporting P	erson,	if an Entity	(Voluntary)		
4.	Statement for Month/Year	-					
1.	beatement for nonem, rear						
	October 1, 2002						
5.	5. If Amendment, Date of Original (Month/Year)						
6.	Relationship of Reportin	ng Person to Issu	er				
	[_] Director [X] Officer (give title	e below)	[_]	10% Owner Other (specif	fy below)		

^{7.} Individual or Joint/Group Filing (Check applicable line)

[X] Form filed by		Person Reporting Per	son				
Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
	2.	2A. Deemed	3. Transac	tion	4. Securities Accordisposed of (Instr. 3, 4 and 1))) and 5)	(A) or
1. Title of Security (Instr. 3)	Transaction Date	Execution	(Instr.		Amount	(A)	Price
Common Stock, \$.0001 par value per share	10/1/02	10/1/02	 S		3,000	D	\$4.71
par value per Share							
* If the Form is fil 4(b)(v).		n one Reporti				on	
Reminder: Report on a sound directle	eparate line f y or indirectl		of secur	ities	beneficially		
(Form 4-07/99)	(Print or	Type Response	s)		(Ove	<u>-</u>)	

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	3. Trans-			5. Number of Derivative Securities Acquired (A) or Disposed		6. Date Exercisable and Expiration Date		7. Title and Amou of Underlying Securities (Instr. 3 and	
1. Title of	of Deriv-	action	Date, if any		of(D)		(Month/D	ay/Year)		Amou
Derivative Security (Instr. 3)	ative Secur- ity	(Month/	(Month/ Day/ Year)	8) Code V	4 and		Date	Expira- tion	Title	Numb of Shar

Explanation of Responses:

- (1) Reflects shares held in a joint account in the name of Timothy J. Buckley and Frances A. Buckley. The Reporting Person disclaims beneficial ownership of all such shares, except to the extent of his pecuniary interest therein.
- (2) All Red Hat stock sales reported herein were effected pursuant to Rule 10b5-1 trading plan, which was effective December 21, 2001.

/s/Timothy Buckley	October 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.

Page 2