

RED HAT INC  
Form 8-K  
December 28, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**

**Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): December 21, 2012**

**Red Hat, Inc.**

**(Exact Name of Registrant as Specified in Its Charter)**

**Delaware**

**(State or Other Jurisdiction of Incorporation)**

Edgar Filing: RED HAT INC - Form 8-K

**001-33162**  
(Commission

**06-1364380**  
(IRS Employer

File Number)

Identification No.)

**1801 Varsity Drive, Raleigh, North Carolina**  
(Address of Principal Executive Offices)

**27606**  
(Zip Code)

**(919) 754-3700**

(Registrant's Telephone Number, Including Area Code)

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events**

On December 21, 2012, pursuant to an Agreement and Plan of Merger dated December 19, 2012, by and among Red Hat, Inc., a Delaware corporation ( Red Hat ), ManageIQ, Inc., a Delaware corporation ( ManageIQ ), Salta Acquisition Corporation, a Delaware corporation and a wholly-owned subsidiary of Red Hat ( Salta ), and Shareholder Representative Services LLC, the representative of the holders of ManageIQ equity interests, Red Hat completed its previously announced acquisition of ManageIQ through a merger of Salta with and into ManageIQ. ManageIQ develops, distributes and provides support for enterprise cloud management and automation software.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 28, 2012

RED HAT, INC.

By: /s/ R. Brandon Asbill  
Name: R. Brandon Asbill  
Title: Assistant Secretary