

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Check this box if no longer
subject to Section 16. Form 4 or
Form 5 obligations may continue.
See Instruction 1(b).

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. Name and Address of Reporting Person* McElwee, Kathleen 47071 Bayside Parkway Fremont CA 94538	2. Issuer Name and Ticker or Trading Symbol VA Software Corporation [Inux]	5. Relationship of Reporting Person(s) to Issuer (check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) VP and Chief Financial Officer
	3. Date of Earliest Transaction Required to be Reported (Month/Day/Year) 09/22/2003	
4. If amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More Than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, & 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/22/2003		M		1,956	A	\$2.32	1,956	D	
Common Stock	09/22/2003		S		1,956	D	\$5.44	0	D	
Common Stock	09/22/2003		M		544	A	\$2.32	544	D	
Common Stock	09/22/2003		S		544	D	\$5.44	0	D	
Common Stock	09/22/2003		M		3,500	A	\$2.32	3,500	D	
Common Stock	09/22/2003		S		3,500	D	\$5.42	0	D	
Common Stock	09/22/2003		M		2,416	A	\$2.32	2,416	D	
Common Stock	09/22/2003		S		2,416	D	\$5.41	0	D	

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

Form 4 (cont.)
 Name and Address of Reporting Person
 McElwee, Kathleen
 47071 Bayside Parkway
 Fremont CA 94538

Issuer Name and Ticker or Trading Symbol
 VA Software Corporation [Inux]

Period Of Report
 09/22/2003

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (mm/dd/yy)	3A. Deemed Execution Date, if any (mm/dd/yy)	4. Transaction Code (Instr. 8)		5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, & 5)		6. Date Exercisable and Expiration Date (mm/dd/yy)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)		8. Price of Derivative Security (Instr. 5)	9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, & 4)	10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (right to buy)	\$2.32	09/22/2003		M			1,956	01/17/2003 (1)	01/17/2012	Common Stock	1,956	0	100,162	D	
Non Qualified Stock Option (right to buy)	\$2.32	09/22/2003		M			544	01/17/2003 (1)	01/17/2012	Common Stock	544	0	139,088	D	
Non Qualified Stock Option (right to buy)	\$2.32	09/22/2003		M			3,500	01/17/2003 (1)	01/17/2012	Common Stock	3,500	0	135,588	D	
Non Qualified Stock Option (right to buy)	\$2.32	09/22/2003		M			2,416	01/17/2003 (1)	01/17/2012	Common Stock	2,416	0	133,172	D	

Explanation of Responses:

(1) - The Option vest as to one fourth (1/4th) of the subject shares on 1/17/03 and as to one forty-eighth (1/48th) of the remaining shares each succeeding month thereafter.

By:/s/ Kathleen McElwee
 **Signature of Reporting Person

9/22/2003
 Date