

PAYNE JOHN GORDON  
 Form 4  
 November 10, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**PAYNE JOHN GORDON**  
  
 (Last) (First) (Middle)  
**C/O CITRIX SYSTEMS, INC., 851 WEST CYPRESS CREEK ROAD**  
  
 (Street)  
**FORT LAUDERDALE, FL 33309**  
  
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**CITRIX SYSTEMS INC [CTXS]**

3. Date of Earliest Transaction (Month/Day/Year)  
**11/08/2010**

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
**SVP, Desktop Division**

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ 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 (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |
| Common Stock                    | 11/08/2010                           |  | M                              |   | 25,000 A \$ 39.92   | 62,426   | D                                 |
| Common Stock                    | 11/08/2010                           |  | S                              |   | 25,000 (2) D \$ 64.998 (3)  | 37,426   | D                                 |
| Common Stock                    | 11/08/2010                           |  | M                              |   | 25,000 A \$ 31.77   | 62,426   | D                                 |
| Common Stock                    | 11/08/2010                           |  | S                              |   | 25,000 (2) D \$ 64.987 (4)  | 37,426   | D                                 |
|                                 | 11/08/2010                           |  | M                              |   | 10,000 A \$ 39.86   | 47,426   | D                                 |

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|              |            |                         |                              |   |                            |        |   |
|--------------|------------|-------------------------|------------------------------|---|----------------------------|--------|---|
| Common Stock |            |                         |                              |   |                            |        |   |
| Common Stock | 11/08/2010 | S                       | <u>10,000</u> <sup>(2)</sup> | D | \$<br>64.987<br><u>(5)</u> | 37,426 | D |
| Common Stock | 11/08/2010 | M                       | 36,459                       | A | \$ 36.83                   | 73,885 | D |
| Common Stock | 11/08/2010 | S                       | <u>36,459</u> <sup>(2)</sup> | D | \$<br>64.987<br><u>(6)</u> | 37,426 | D |
| Common Stock | 11/08/2010 | M                       | 10,418                       | A | \$ 32.75                   | 47,844 | D |
| Common Stock | 11/08/2010 | S                       | <u>10,418</u> <sup>(2)</sup> | D | \$<br>64.986<br><u>(7)</u> | 37,426 | D |
| Common Stock | 11/08/2010 | M                       | 9,377                        | A | \$ 26.64                   | 46,803 | D |
| Common Stock | 11/08/2010 | S                       | <u>9,377</u> <sup>(2)</sup>  | D | \$<br>64.988<br><u>(8)</u> | 37,426 | D |
| Common Stock | 11/08/2010 | M                       | 20,000                       | A | \$ 20.09                   | 57,426 | D |
| Common Stock | 11/08/2010 | S                       | <u>20,000</u> <sup>(2)</sup> | D | \$<br>64.987<br><u>(9)</u> | 37,426 | D |
| Common Stock | 11/08/2010 | <u>G</u> <sup>(1)</sup> | V 213                        | D | \$ 0                       | 37,213 | D |

|              |            |                         |       |   |      |                    |   |
|--------------|------------|-------------------------|-------|---|------|--------------------|---|
| Common Stock | 11/08/2010 | <u>G</u> <sup>(1)</sup> | V 213 | A | \$ 0 | 19,561 <u>(10)</u> | I |
|--------------|------------|-------------------------|-------|---|------|--------------------|---|

The 2007  
John G.  
Payne  
Family  
Trust u/d/t  
March 29,  
2007

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

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SEC 1474  
(9-02)

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

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |     | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                 |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--------------|----------------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D) | Date Exercisable  | Expiration Date | Title        | Amount or Number of Shares |
| Stock Option (Right to Buy)                | \$ 39.92   | 11/08/2010                           |  | M                              |   | 25,000   |     | 04/28/2007 <sup>(11)</sup>                                    | 04/28/2011      | Common Stock | 25,000                     |
| Stock Option (Right to Buy)                | \$ 31.77   | 11/08/2010                           |  | M                              |   | 25,000   |     | 07/31/2007 <sup>(11)</sup>                                    | 07/31/2011      | Common Stock | 25,000                     |
| Stock Option (Right to Buy)                | \$ 39.86   | 11/08/2010                           |  | M                              |   | 10,000   |     | 10/01/2008 <sup>(11)</sup>                                    | 10/01/2012      | Common Stock | 10,000                     |
| Stock Option (Right to Buy)                | \$ 36.83   | 11/08/2010                           |  | M                              |   | 36,459   |     | 12/03/2008 <sup>(11)</sup>                                    | 12/03/2012      | Common Stock | 36,459                     |
| Stock Option (Right to Buy)                | \$ 32.75   | 11/08/2010                           |  | M                              |   | 10,418   |     | 04/30/2009 <sup>(11)</sup>                                    | 04/30/2013      | Common Stock | 10,418                     |
| Stock Option (Right to Buy)                | \$ 26.64   | 11/08/2010                           |  | M                              |   | 9,377  |     | 07/31/2009 <sup>(11)</sup>                                    | 07/31/2013      | Common Stock | 9,377                      |
| Stock Option (Right to Buy)                | \$ 20.09   | 11/08/2010                           |  | M                              |   | 20,000   |     | 03/02/2010 <sup>(11)</sup>                                    | 03/02/2014      | Common Stock | 20,000                     |

## Reporting Owners

| Reporting Owner Name / Address                | Relationships |           |                       |       |
|---|---------------|-----------|-----------------------|-------|
|   | Director      | 10% Owner | Officer               | Other |
| PAYNE JOHN GORDON<br>C/O CITRIX SYSTEMS, INC. |               |           | SVP, Desktop Division |       |

851 WEST CYPRESS CREEK ROAD  
FORT LAUDERDALE, FL 33309

## Signatures

/s/Antonio G. Gomes, Attorney-in-Fact for John Gordon  
Payne

11/10/2010

\*\*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 transaction involved a transfer of securities by the Reporting Person to the 2007 John G. Payne Family Trust u/d/t March 29, 2007 (the "Payne Family Trust").
  - (2) The sales reported in this Form 4 were made pursuant to a Rule 10b5-1 plan adopted by the Reporting Person.
  - (3) The shares reported as sold on this line were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold; the actual sale prices per share range from \$64.50 to \$65.33.
  - (4) The shares reported as sold on this line were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold; the actual sale prices per share range from \$64.55 to \$65.31.
  - (5) The shares reported as sold on this line were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold; the actual sale prices per share range from \$64.57 to \$65.30.
  - (6) The shares reported as sold on this line were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold; the actual sale prices per share range from \$64.561 to \$65.30.
  - (7) The shares reported as sold on this line were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold; the actual sale prices per share range from \$64.57 to \$65.30.
  - (8) The shares reported as sold on this line were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold; the actual sale prices per share range from \$64.57 to \$65.30.
  - (9) The shares reported as sold on this line were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold; the actual sale prices per share range from \$64.55 to \$65.30.
- (10) These shares are held by the 2007 John G. Payne Family Trust u/d/t March 29, 2007 (the "Payne Family Trust"). The Reporting Person and the Reporting Person's spouse are the trustees of the Payne Family Trust. The Reporting Person disclaims beneficial ownership with respect to shares held by the Payne Family Trust, except to the extent of his pecuniary interest therein.
- (11) Stock options vest at a rate of 1/3 of the shares underlying the stock option one year from the date of grant and at a rate of 1/36 monthly thereafter.

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.