

PAYNE JOHN GORDON
 Form 4
 May 08, 2012

FORM 4

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

OMB APPROVAL

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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)
 05/04/2012

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 & Cloud 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	05/04/2012		S		6,204 (1) \$ 82.557 (2)	D	
Common Stock	05/04/2012		S		4,300 (1) \$ 83.803 (4)	I	The 2007 John G. Payne Family Trust u/d/t March 29, 2007 (5)
Common Stock	05/04/2012		S		2,013 (1) \$ 85.02 (6)	I	The 2007 John G.

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								Payne Family Trust u/d/t March 29, 2007 ⁽⁵⁾
								The 2007 John G. Payne Family Trust u/d/t March 29, 2007 ⁽⁵⁾
Common Stock	05/04/2012	S	<u>19,561</u> ⁽¹⁾	D	\$ <u>83.487</u> ⁽⁷⁾	0	I	
Common Stock	05/04/2012	M	1,041	A	\$ 36.83	82,825	D	
Common Stock	05/04/2012	S	<u>1,041</u> ⁽¹⁾	D	\$ <u>82.401</u> ⁽⁸⁾	81,784	D	
Common Stock	05/04/2012	M	2,082	A	\$ 32.75	83,866	D	
Common Stock	05/04/2012	S	<u>2,082</u> ⁽¹⁾	D	\$ <u>82.441</u> ⁽⁹⁾	81,784	D	
Common Stock	05/04/2012	M	3,123	A	\$ 26.64	84,907	D	
Common Stock	05/04/2012	S	<u>3,123</u> ⁽¹⁾	D	\$ <u>82.636</u> ⁽¹⁰⁾	81,784	D	
Common Stock	05/04/2012	M	27,500	A	\$ 20.09	109,284	D	
Common Stock	05/04/2012	S	<u>26,033</u> ⁽¹⁾	D	\$ <u>82.734</u> ⁽¹¹⁾	83,251	D	
Common Stock	05/04/2012	S	<u>1,467</u> ⁽¹⁾	D	\$ <u>83.182</u> ⁽¹²⁾	81,784	D	
Common Stock	05/04/2012	M	20,835	A	\$ 47.03	102,619	D	
Common Stock	05/04/2012	S	<u>20,835</u> ⁽¹⁾	D	\$ <u>83.318</u> ⁽¹³⁾	81,784	D	
Common Stock	05/04/2012	M	18,231	A	\$ 55.02	100,015	D	
Common Stock	05/04/2012	S	<u>16,300</u> ⁽¹⁾	D	\$ 83.666	83,715	D	

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(14)

\$

(15)

Common Stock 05/04/2012 S 1,931
(1) D 84,989 81,784 D

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

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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 (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)
Stock Option (Right to Buy)	\$ 36.83	05/04/2012		M	1,041	12/03/2008 ⁽¹⁶⁾ 12/03/2012	Common Stock 1,041
Stock Option (Right to Buy)	\$ 32.75	05/04/2012		M	2,082	04/30/2009 ⁽¹⁶⁾ 04/30/2013	Common Stock 2,082
Stock Option (Right to Buy)	\$ 26.64	05/04/2012		M	3,123	07/31/2009 ⁽¹⁶⁾ 07/31/2013	Common Stock 3,123
Stock Option (Right to Buy)	\$ 20.09	05/04/2012		M	27,500	03/02/2010 ⁽¹⁶⁾ 03/02/2014	Common Stock 27,500
Stock Option (Right to Buy)	\$ 47.03	05/04/2012		M	20,835	04/30/2011 ⁽¹⁶⁾ 04/30/2015	Common Stock 20,835
Stock Option	\$ 55.02	05/04/2012		M	18,231	07/30/2011 ⁽¹⁶⁾ 07/30/2015	Common Stock 18,231

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- (12) The shares sold on this date were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold on this date; the actual sale prices per share range from \$83.17-\$83.20.
- (13) The shares sold on this date were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold on this date; the actual sale prices per share range from \$83.03-\$83.67.
- (14) The shares sold on this date were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold on this date; the actual sale prices per share range from \$83.35-\$84.25.
- (15) The shares sold on this date were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold on this date; the actual sale prices per share range from \$84.68-\$85.11.
- (16) These 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.

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