

CITRIX SYSTEMS INC
Form DEFA14A
May 15, 2009

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the

Securities Exchange Act of 1934

(Amendment No. __)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

Citrix Systems, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which the transaction applies:

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(3) Per unit price or other underlying value of the transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of the transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

SUPPLEMENT TO PROXY STATEMENT
FOR ANNUAL MEETING OF STOCKHOLDERS
TO BE HELD ON MAY 29, 2009

This supplement, dated May 15, 2009, supplements the proxy statement filed with the Securities and Exchange Commission on April 17, 2009, relating to the Annual Meeting of Stockholders of Citrix Systems, Inc. (the Company) to be held on Friday, May 29, 2009 at 9:00 a.m. PT, at the Company's offices at 4988 Great America Parkway, Santa Clara, California 95054. The purpose of this supplement is to provide information about a recent change in the Company's policy regarding change-in-control severance payments.

On May 14, 2009, the Compensation Committee adopted a policy that effective immediately the Company will not enter into any new agreements, or materially amend any existing agreements, with its executive officers that provide the executive officer with severance payments following a change in control of the Company, except in the case of a double-trigger termination event (i.e., upon the termination of the executive's employment without cause or for good reason following a change in control).