

Caine Brett  
 Form 4  
 February 06, 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 \*  
 Caine Brett

(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)  
 02/02/2012

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, Online Services 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 (D) Price			
Common Stock	02/02/2012		M	1,041 A \$ 32.75	35,599 <sup>(1)</sup>	D	
Common Stock	02/02/2012		S	1,041 <sub>(2)</sub> D \$ 66.352	34,558 <sub>(3)</sub>	D	
Common Stock	02/02/2012		M	2,082 A \$ 26.64	36,640	D	
Common Stock	02/02/2012		S	2,082 <sub>(2)</sub> D \$ 66.378	34,558 <sub>(4)</sub>	D	
	02/02/2012		M	14,997 A \$ 20.09	49,555	D	

Common  
Stock

Common Stock      02/02/2012      S      14,997  
(2)      D      \$ 67.086      48,195 (6)      D  
(5)

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

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(9-02)

**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)	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 32.75	02/02/2012		M	1,041	04/30/2009(7) 04/30/2013	Common Stock	1,041
Stock Option (Right to Buy)	\$ 26.64	02/02/2012		M	2,082	07/31/2009(7) 07/31/2013	Common Stock	2,082
Stock Option (Right to Buy)	\$ 20.09	02/02/2012		M	14,997	03/02/2010(7) 03/02/2014	Common Stock	14,997

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Caine Brett C/O CITRIX SYSTEMS, INC. 851 WEST CYPRESS CREEK ROAD FORT LAUDERDALE, FL 33309			SVP, Online Services Division	

## Signatures

/s/Antonio Gomes, Attorney-in-Fact for Brett M.  
Caine

02/06/2012

\_\_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) Includes 299 shares acquired under the Citrix Systems, Inc. stock purchase plan on February 1, 2012.
- (2) This sale was 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 \$66.35 to \$66.36.
- (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 \$66.25 to \$66.41.
- (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 \$66.88 to \$67.23.
- (6) Includes 13,637 shares transferred from the Susan M. Caine and Brett M. Caine Trust pursuant to a Rule 10b5-1 plan adopted by the Reporting Person.
- (7) 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. 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.