## PAYNE JOHN GORDON

Form 4
May 08, 2012
FORM 4

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

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

OMB APPROVAL
OMB Number:
Expires: January 31,
Estimated average burden hours per response...
0.5
(Print or Type Responses)

| 1. Name and Address of Reporting Person *- <br> PAYNE JOHN GORDON | 2. Issuer Name and Ticker or Trading <br> Symbol <br> CITRIX SYSTEMS INC [CTXS] |
| :--- | :--- |
| (Last) (First) $\quad$ (Middle) | 3. Date of Earliest Transaction <br> (Month/Day/Year) |
| C/O CITRIX SYSTEMS, INC., 851 | 05/04/2012 |
| WEST CYPRESS CREEK ROAD |  |

(Street)

FORT LAUDERDALE, FL 33309
5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person __ Form filed by More than One Reporting Person

| (City) | (State) | p) 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. <br> Transac <br> Code <br> (Instr. 8) <br> Code | 4. Securit mr Dispos (Instr. 3, <br> Amount | es Ac d of and 5 <br> (A) or (D) | quired (A) <br> D) <br> Price | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. <br> Ownership <br> Form: <br> Direct (D) <br> or Indirect <br> (I) <br> (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common <br> Stock | 05/04/2012 |  | S | $\begin{aligned} & 6,204 \\ & \underline{(1)} \end{aligned}$ | D | \$ <br> 82.557 <br> (2) | 81,784 | D |  |
| Common Stock | 05/04/2012 |  | S | $\begin{aligned} & 4,300 \\ & \underline{(1)} \end{aligned}$ | D | $\begin{aligned} & \$ \\ & 83.803 \\ & \underline{(4)} \end{aligned}$ | 21,574 (3) | I | The 2007 <br> John G. <br> Payne <br> Family <br> Trust u/d/t <br> March 29, <br> 2007 (5) |
| Common Stock | 05/04/2012 |  | S | $\begin{aligned} & 2,013 \\ & \underline{(1)} \end{aligned}$ |  | $\begin{aligned} & \$ 85.02 \\ & (6) \end{aligned}$ | 19,561 | I | The 2007 John G. |

$\begin{array}{lr}\text { Common } \\ \text { Stock } & \\ \end{array}$

Common
Stock 05/04/2012
$\begin{array}{ll}\text { Common } \\ \text { Stock } & 05 / 04 / 2012\end{array}$

Common $05 / 04 / 2012$
Stock

Common $05 / 04 / 2012$
Stock
Common $05 / 04 / 2012$
Stock
$\begin{array}{ll}\text { Common } \\ \text { Stock } & \text { 05/04/2012 }\end{array}$

Common $05 / 04 / 2012$
Stock
Common $05 / 04 / 2012$
Stock
$\begin{array}{ll}\text { Common } \\ \text { Stock } & \text { 05/04/2012 }\end{array}$

Common $05 / 04 / 2012$
Stock
$\begin{array}{ll}\text { Common } & \text { 05/04/2012 }\end{array}$

Common
Stock 05/04/2012
Common 05/04/2012 Stock

M $\quad 1,041 \quad$ A $\quad \$ 36.83 \quad 82,825$
D

1,041
$\mathrm{S} \quad \underset{\underline{(1)}}{1,04}$
\$
D $82.401 \quad 81,784$
(8)

M $\quad 2,082 \quad$ A $\quad \$ 32.75 \quad 83,866$
D
$\mathrm{S} \quad 2,082$
(1)

D $82.441 \quad 81,784$
D
(9)
$\begin{array}{llllll}\text { M } & 3,123 & \text { A } & \$ 26.64 & 84,907 & \text { D }\end{array}$
S 3,123 \$
S (1)
D $82.636 \quad 81,784$
D
(10)

M $\quad 27,500$ A $\quad \$ 20.09 \quad 109,284 \quad$ D
S 26,033 \$
S
$\begin{array}{lll}\text { (1) } & \mathrm{D} & \begin{array}{l}82.7 \\ \text { (11) }\end{array}\end{array}$
S $\quad 1,467$
(1)

D $83.182 \quad 81,784$
(12)

M $\quad 20,835$ A $\quad \$ 47.03 \quad 102,619 \quad$ D
S 20,835 \$

M $\quad 18,231$ A $\$ 55.02 \quad 100,015 \quad$ D
$\begin{array}{lll}\text { (1) } & \mathrm{D} & \begin{array}{l}83.318 \\ (13)\end{array}\end{array}$
$\begin{array}{llllll}\text { S } & 16,300 & \text { D } & \$ & 83,715 & \text { D }\end{array}$
(1) 83.666

Payne
Family
Trust u/d/t March 29, 2007 (5)

The 2007
John G.
Payne
Family Trust u/d/t March 29, 2007 (5)

## Edgar Filing: PAYNE JOHN GORDON - Form 4



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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | 6. Date Exercisable and | 7. Title and Amount |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- |
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactionerivative | Expiration Date | Underlying Securitie |  |
| Security | or Exercise |  | any | (Month/Day/Year) | Code | Securities | (Instr. 8) |
| (Month/Day/Year) | Acquired (A) |  | (Instr. 3 and 4) |  |  |  |  |
| (Instr. 3) | Price of |  |  | or Disposed of |  |  |  |
|  | Derivative |  | (D) |  |  |  |  |
|  | Security |  |  | (Instr. 3, 4, |  |  |  |
|  |  |  |  | and 5) |  |  |  |

Amou Date Exercisable $\begin{array}{ll}\text { Expiration } & \text { Title } \\ \text { Date }\end{array}$ Code V (A) (D)
or Numbe of Sha

Stock

| Option <br> (Right to <br> Buy) | $\$ 36.83$ | $05 / 04 / 2012$ | $M$ | 1,041 | $12 / 03 / 2008(16)$ | $12 / 03 / 2012$ | Common <br> Stock | 1,04 |  |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- |
| Stock |  |  |  |  |  |  |  |  |  |
| Option <br> Right to <br> Buy) | $\$ 32.75$ | $05 / 04 / 2012$ |  |  | $M$ | 2,082 | $04 / 30 / 2009$ | $\underline{16)}$ | $04 / 30 / 2013$ | | Common |
| :---: |
| Stock |$\quad 2,08$

Stock

| Option (Right to Buy) | \$ 26.64 | 05/04/2012 | M | 3,123 | 07/31/2009 (16) $^{(1)}$ | 07/31/2013 | Common Stock | 3,12 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Stock <br> Option (Right to Buy) | \$ 20.09 | 05/04/2012 | M | 27,500 | 03/02/2010 ${ }^{(16)}$ | 03/02/2014 | Common Stock | 27,5 |

Stock

| Option (Right to Buy) | \$ 47.03 | 05/04/2012 | M | 20,835 | 04/30/2011 ${ }^{(16)}$ | 04/30/2015 | Common Stock | 20,8 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Stock Option | \$ 55.02 | 05/04/2012 | M | 18,231 | 07/30/2011 ${ }^{(16)}$ | 07/30/2015 | Common Stock | 18,2 |

(Right to
Buy)

## Reporting Owners

## Reporting Owner Name / Address

Director 10\% Owner Officer Other

## PAYNE JOHN GORDON

C/O CITRIX SYSTEMS, INC.
851 WEST CYPRESS CREEK ROAD
FORT LAUDERDALE, FL 33309

SVP, Desktop \& Cloud Division

## Signatures

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

05/08/2012

Date

## Explanation of Responses:

(1) The sales reported in this Form 4 were made pursuant to a Rule 10b5-1 plan adopted by the Reporting Person.

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. $78 \mathrm{ff}(\mathrm{a})$.

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 $\$ 82.29-\$ 82.75$.

The Reporting Person's previous Forms 4 incorrectly allocated the number of shares directly held by the Reporting Person and those shares indirectly held by the Reporting Person in the 2007 John G. Payne Family Trust u/d/t March 29, 2007 (the "Payne Family Trust"). Because of transfers from the Reporting Person's individual account to the Payne Family Trust, the Reporting Person's Form 4 filed on December 6, 2010 and subsequent Forms 4 filed through April 3, 2012 (the "April Form 4") understated the Reporting Person's indirect holdings in the Payne Family Trust and overstated the Reporting Person's direct holdings. In the April Form 4, the indirect holdings were understated by 6,313 shares and the direct holdings were overstated by 6,313 shares.

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 $\$ 83.58-84.25$.

These shares are held by 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.

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 $\$ 84.68-\$ 85.10$.

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 \$83.13-83.98.

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 $\$ 82.33-\$ 82.48$.

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 \$82.27-82.58.

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 \$82.54-82.75.

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 $\$ 82.17-\$ 83.16$.

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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 $\$ 83.03-\$ 83.67$.

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.

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 $\$ 84.68-\$ 85.11$.

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.

