CITRIX SYSTEMS INC

Form 4

February 15, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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Person

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OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

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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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * CALDWELL NANCI			2. Issuer Name and Ticker or Trading Symbol CITRIX SYSTEMS INC [CTXS]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
(Last)	(1.1181)	(Wilduic)	(Month/Day/Year)	_X_ Director10% Owner		
C/O CITRIX SYSTEMS, INC., 851 WEST CYPRESS CREEK ROAD			02/13/2013	Officer (give title below) Other (specify below)		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
EODTI AIN		EV 22200	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		

FORT LAUDERDALE, FL 33309

(City)	(State)	(Zip) 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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Securities Ownership Indirection Geneficially Form: Beneficially Form: Beneficially Ownership Indirect Geneficially Form: Beneficially Ownership Indirect Geneficially Form: Beneficially Ownership Indirect Geneficially Form: Geneficially Indirect Geneficially Form: Geneficially Indirect Geneficially Form: Beneficially Ownership Indirect Geneficially Indirec		
Common	02/13/2013		Code V M	Amount 6,000	(D)	Price \$ 28.52		D	
Stock	02/13/2013		141	0,000	Λ	\$ 28.32	14,000	D	
Common Stock	02/13/2013		S	6,000 (1)	D	72.869 (2)	8,000	D	
Common Stock	02/13/2013		S	334 (1)	D	\$ 73.4	334 (3)	I	Nanci E. Caldwell, Trustee of the Kwicinski Exempt Marital

Trust u/d/t dated
December
15, 2000 (3)

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

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	5. Number coof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	of Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		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)	\$ 28.52	02/13/2013		M	6,000	07/10/2009(4)	07/10/2013	Common Stock	6,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CALDWELL NANCI C/O CITRIX SYSTEMS, INC. 851 WEST CYPRESS CREEK ROAD FORT LAUDERDALE, FL 33309	X						

Signatures

/s/Antonio G Gomes, Attorney-in-Fact for Nanci E. Caldwell

**Signature of Reporting Person Date

Reporting Owners 2

02/15/2013

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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 sale was made pursuant to a Rule 10b5-1 plan adopted by the Reporting Person.
- 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 \$72.52-\$73.42.
- These shares are held by the Kwicinski Exempt Marital Trust, dated December 15, 2000 (the "Trust"). The reporting person is a trustee of (3) the Trust and disclaims beneficial ownership with respect to the shares held by the Trust, except to the extent of her pecuniary interest
- (3) the Trust and disclaims beneficial ownership with respect to the shares held by the Trust, except to the extent of her pecuniary interest therein.
- (4) 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.