

Wasson Wesley R
Form 4
March 16, 2010

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 *
Wasson Wesley R

2. Issuer Name and Ticker or Trading Symbol
CITRIX SYSTEMS INC [CTXS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

C/O CITRIX SYSTEMS, INC., 851 WEST CYPRESS CREEK ROAD

03/12/2010

SVP & Chief Marketing Officer

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

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

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. 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 or Price		
Common Stock	03/12/2010		M		\$ 39.92	D	
Common Stock ⁽¹⁾	03/12/2010		S		\$ 47.097	D	
Common Stock	03/12/2010		M		\$ 31.77	D	
Common Stock ⁽¹⁾	03/12/2010		S		\$ 47.098	D	
	03/12/2010		M		\$ 34.99	D	

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Common Stock							
Common Stock <u>(1)</u>	03/12/2010	S	100,000	D	\$ 47.097 <u>(4)</u>	36,322	D
Common Stock	03/12/2010	M	18,125	A	\$ 39.86	54,447	D
Common Stock <u>(1)</u>	03/12/2010	S	18,125	D	\$ 47.098 <u>(2)</u>	36,322	D
Common Stock	03/12/2010	M	11,460	A	\$ 32.75	47,782	D
Common Stock <u>(1)</u>	03/12/2010	S	11,460	D	\$ 47.091 <u>(5)</u>	36,322	D
Common Stock	03/12/2010	M	9,897	A	\$ 26.64	46,219	D
Common Stock <u>(1)</u>	03/12/2010	S	9,897	D	\$ 47.098 <u>(6)</u>	36,322	D
Common Stock	03/12/2010	M	14,170	A	\$ 20.09	50,492	D
Common Stock <u>(1)</u>	03/12/2010	S	14,170	D	\$ 47.091 <u>(7)</u>	36,322	D
Common Stock	03/12/2010	M	26,497	A	\$ 23.46	62,819	D
Common Stock <u>(1)</u>	03/12/2010	S	8,524	D	\$ 47.098 <u>(3)</u>	54,295	D
Common Stock <u>(1)</u>	03/12/2010	S	17,973	D	\$ 47.096 <u>(6)</u>	36,322	D
Common Stock	03/12/2010	M	37,909	A	\$ 2.52	74,231	D
Common Stock <u>(1)</u>	03/12/2010	S	4,262	D	\$ 47.097 <u>(3)</u>	69,969	D
Common Stock <u>(1)</u>	03/12/2010	S	33,647	D	\$ 47.091 <u>(6)</u>	36,322	D

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 Security (Instr. 3 and 4)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Stock Option (Right to Buy)	\$ 39.92	03/12/2010		M		7,500	04/28/2007 ⁽⁸⁾	04/28/2011	Common Stock	7,500
Stock Option (Right to Buy)	\$ 31.77	03/12/2010		M		7,500	07/31/2007 ⁽⁸⁾	07/31/2011	Common Stock	7,500
Stock Option (Right to Buy)	\$ 34.99	03/12/2010		M		100,000	10/02/2007 ⁽⁸⁾	10/02/2011	Common Stock	100,000
Stock Option (Right to Buy)	\$ 39.86	03/12/2010		M		18,125	10/01/2008 ⁽⁸⁾	10/01/2012	Common Stock	18,125
Stock Option (Right to Buy)	\$ 32.75	03/12/2010		M		11,460	04/30/2009 ⁽⁸⁾	04/30/2013	Common Stock	11,460
Stock Option (Right to Buy)	\$ 26.64	03/12/2010		M		9,897	07/31/2009 ⁽⁸⁾	07/31/2013	Common Stock	9,897
Stock Option (Right to Buy)	\$ 20.09	03/12/2010		M		14,170	03/02/2010 ⁽⁸⁾	03/02/2014	Common Stock	14,170
Stock Option	\$ 23.46	03/12/2010		M		26,497	08/15/2006 ⁽⁹⁾	08/15/2010	Common Stock	26,497

(Right to
Buy)

Stock

Option
(Right to
Buy)

\$ 2.52 03/12/2010 M 37,909 08/28/2005⁽¹⁰⁾ 01/11/2015 Common Stock 37,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wasson Wesley R C/O CITRIX SYSTEMS, INC. 851 WEST CYPRESS CREEK ROAD FORT LAUDERDALE, FL 33309			SVP & Chief Marketing Officer	

Signatures

/s/Antonio Gomes, Attorney-in-Fact for Wesley R.
Wasson

03/16/2010

__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) The sales reported in this Form 4 were made pursuant to a Rule 10b5-1 plan adopted by the Reporting Person.
- (2) 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 in this tranche on this date. The actual sale prices per share range from \$46.84 to \$47.33.
- (3) 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 in this tranche on this date. The actual sale prices per share range from \$46.85 to \$47.30.
- (4) 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 in this tranche on this date. The actual sale prices per share range from \$46.83 to \$47.33.
- (5) 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 in this tranche on this date. The actual sale prices per share range from \$46.83 to \$47.31.
- (6) 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 in this tranche on this date. The actual sale prices per share range from \$46.84 to \$47.31.
- (7) 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 in this tranche on this date. The actual sale prices per share range from \$46.85 to \$47.31.
- (8) Stock Options vest at a rate 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.
- (9) Stock Options vested as to 1/2 of the shares underlying the stock option on August 15, 2006 and vested as to the remaining 1/2 on August 15, 2007.
- (10) Stock Options vest monthly over the course of 41 months from the date of grant.

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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