#### TEMPLETON MARK B

Form 4

February 02, 2011

# FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

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**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

*See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * TEMPLETON MARK B			2. Issuer Name <b>and</b> 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	(Check an approache)		
C/O CITRIX SYSTEMS, INC., 851 WEST CYPRESS CREEK ROAD			(Month/Day/Year) 01/31/2011	_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) CEO & President		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
FORT LAUD	ERDALE,	FL 33309	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tak	ole I - Non-	Derivative	Secu	rities Acqu	ired, Disposed of	f, or Beneficia	ally 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 (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	01/31/2011		M	37,020	A	\$ 35.49	171,196	D	
Common Stock	01/31/2011		S	37,020 (1)	D	\$ 63.245 (2)	134,176	D	
Common Stock	01/31/2011		M	33,748	A	\$ 39.92	167,924	D	
Common Stock	01/31/2011		S	33,748 (1)	D	\$ 63.25 (3)	134,176	D	
Common Stock	01/31/2011		M	23,100	A	\$ 31.77	157,276	D	

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Common Stock	01/31/2011	S	23,100 (1)	D	\$ 63.25 (4)	134,176	D	
Common Stock						101,393 (5)	I	The Mark B. Templeton Revocable Trust, dated June 6, 2004.
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  Persons who respond to the collection of SEC 1474								
			Perso	ons w	no respor	ia to the collec	Ction of	SEC 1474

number.

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

information contained in this form are not

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(9-02)

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 of orDerivative 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 o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (Right to Buy)	\$ 35.49	01/31/2011		M	37,020	08/01/2002(6)	08/01/2011	Common Stock	37,020
Stock Option (Right to Buy)	\$ 39.92	01/31/2011		M	33,748	04/28/2007(7)	04/28/2011	Common Stock	33,748
Stock Option (Right to Buy)	\$ 31.77	01/31/2011		M	23,100	07/31/2007(7)	07/31/2011	Common Stock	23,100

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

Reporting Owners 2

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

CEO & President

### **Signatures**

/s/Antonio G. Gomes, Attorney-in-Fact for Mark B. Templeton

02/02/2011

\*\*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.

X

- 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 \$62.83 to 63.635.
- (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 \$62.83 to 63.63.
- (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 \$62.88 to 63.64.
- (5) These shares are held by the Mark B. Templeton Revocable Trust, dated June 6, 2004. The reporting person disclaims beneficial ownership with respect to shares held by The Mark B. Templeton Revocable Trust, except to the extent of his pecuniary interest therein.
- (6) These stock options vest at a rate of 25% of the shares underlying the option one year from the date of grant and at a rate of 2.08% monthly thereater.
- (7) 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.

Signatures 3