

Caine Brett
Form 4
August 03, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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)
07/30/2010

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 (A) or (D) Price			
Common Shares	07/30/2010		M	9,929 A \$ 39.92	44,447	D	
Common Shares	07/30/2010		S	7,929 (1) D \$ 54.16	36,518	D	
Common Shares	07/30/2010		S	2,000 (1) D \$ 55	34,518	D	
Common Shares	07/30/2010		M	1,000 A \$ 31.77	35,518	D	
Common Shares	07/30/2010		S	1,000 (1) D \$ 55	34,518	D	

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Common Shares	08/02/2010	M	2,000	A	\$ 39.92	36,518	D	
Common Shares	08/02/2010	S	<u>2,000</u> ⁽¹⁾	D	\$ 56	34,518	D	
Common Shares	08/02/2010	M	1,000	A	\$ 31.77	35,518	D	
Common Shares	08/02/2010	S	<u>1,000</u> ⁽¹⁾	D	\$ 56	34,518 ⁽²⁾	D	
Common Shares						13,267 ⁽³⁾	I	Susan M. Caine and Brett M. Caine Trust

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

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SEC 1474
(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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy)	\$ 39.92	07/30/2010		M	9,929	04/28/2007 ⁽⁴⁾	04/28/2011	Common Stock	9,929
Stock Option (Right to Buy)	\$ 31.77	07/30/2010		M	1,000	07/31/2007 ⁽⁴⁾	07/30/2011	Common Stock	1,000
Stock Option (Right to Buy)	\$ 55.02	07/30/2010		A	31,250	07/30/2011 ⁽⁴⁾	07/30/2015	Common Stock	31,250
Stock Option	\$ 39.92	08/02/2010		M	2,000	04/28/2007 ⁽⁴⁾	04/28/2011	Common Stock	2,000

(Right to Buy)

Stock

Option (Right to Buy)

\$ 31.77

08/02/2010

M

1,000

07/31/2007⁽⁴⁾

07/30/2011

Common Stock

1,

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

08/03/2010

__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) This sale was made pursuant to a Rule 10b5-1 plan adopted by the Reporting Person
Due to the overstatement of the Reporting Persons share holding on his original Form 3, the Reporting Person filed a Form 3 and Forms 4 which incorrectly reported the amount of shares beneficially owned. These prior reports reflected a total of shares beneficially owned that was 46,856 shares more than what was actually owned by the Reporting Person. Includes 370 shares acquired under the Citrix Systems, Inc. stock purchase plan on July 30, 2010.
- (2) These shares are held by the Susan M. Caine and Brett M. Caine Trust (the "Caine Trust"). The reporting person disclaims beneficial ownership with respect to shares held by the Caine Trust, except to the extent of his pecuniary interest therein.
- (3) 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.
- (4)

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.