

CITRIX SYSTEMS INC
 Form 3
 August 07, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement | | 3. Issuer Name and Ticker or Trading Symbol | |
| Â ELLIOTT | | | (Month/Day/Year) | | CITRIX SYSTEMS INC [CTXS] | |
| INTERNATIONAL, L.P. | | | 07/28/2015 | | | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| C/O MAPLES & CALDER, P.O. | | | (Check all applicable) | | | |
| BOX 309,Â UGLAND HOUSE, | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | | | |
| SOUTH CHURCH STREET | | | <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (Street) | | | | (give title below) (specify below) | | |
| GEORGE TOWN,Â E9Â 00000 | | | See Explanation of Responses | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City) | (State) | (Zip) | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|---|--|
| Common Stock, \$.001 par value ⁽¹⁾ | 3,649,880 | D ⁽²⁾ | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|---|------------------|-----------------|--------------------------------|----------------------------|------------------------------|---|------------|
| Notional Principal Amount Derivative Agreement ⁽¹⁾ | Â ⁽³⁾ | 03/30/2016 | Common Stock, \$.001 par value | 1,468,580 | \$ ⁽³⁾ | D ⁽²⁾ | Â |
| Notional Principal Amount Derivative Agreement ⁽¹⁾ | Â ⁽³⁾ | 06/01/2016 | Common Stock, \$.001 par value | 2,794,400 | \$ ⁽³⁾ | D ⁽²⁾ | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|------------------------------|
| | Director | 10% Owner | Officer | Other |
| ELLIOTT INTERNATIONAL, L.P. C/O MAPLES & CALDER, P.O. BOX 309 UGLAND HOUSE, SOUTH CHURCH STREET GEORGE TOWN, Â E9Â 00000 | Â | Â | Â | See Explanation of Responses |

Signatures

| | |
|---|------------|
| /s/ Elliot Greenberg, Vice President of Elliott International Capital Advisors Inc., as Attorney-in-Fact, for Elliott International, L.P. | 08/07/2015 |
| __Signature of Reporting Person | Date |
| /s/ Elliot Greenberg, Vice President of Elliott International Capital Advisors Inc. | 08/07/2015 |
| __Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- This Form 3 is filed jointly by Elliott International, L.P. ("Elliott International") and Elliott International Capital Advisors Inc. ("EICA" and, together with Elliott International, the "Reporting Persons"). EICA, as the investment manager of Elliott International, may be deemed to beneficially own the securities owned by directly by Elliott International. For purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the Reporting Persons may be deemed to be directors by deputization by virtue of their right to appoint a director to the board of directors of the Issuer. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of its pecuniary interest therein.
- (1) Exchange Act of 1934, as amended, the Reporting Persons may be deemed to be directors by deputization by virtue of their right to appoint a director to the board of directors of the Issuer. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of its pecuniary interest therein.
 - (2) Securities owned directly by Elliott International. EICA, as the investment manager of Elliott International, may be deemed to beneficially own the securities owned by directly by Elliott International.
 - (3) Notional principal amount derivative agreement (the "Derivative Agreement") in the form of cash settled swaps entered into by Elliott International at strike prices ranging from 63.3103 to 69.7100. The Derivative Agreement provides Elliott International with economic results that are comparable to the economic results of ownership payable on each settlement date applicable to the expiration or earlier termination of such Derivative Agreement, but do not provide it with the power to vote or direct the voting or dispose of or direct the disposition of the shares of Common Stock that are the subject of the Derivative Agreements (such shares, the "Subject Shares"). Each of the Elliott International and EICA disclaim beneficial ownership in the Subject Shares. The counterparties to the Derivative Agreements are unaffiliated third party financial institutions.

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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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