

CITRIX SYSTEMS INC

Form 3

August 07, 2015

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

Â ELLIOTT

INTERNATIONAL, L.P.

(Last)

(First)

(Middle)

C/O MAPLES & CALDER, P.O.
BOX 309,Â UGLAND HOUSE,
SOUTH CHURCH STREET

(Street)

GEORGE TOWN,Â E9Â 00000

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

07/28/2015

3. Issuer Name **and** Ticker or Trading Symbol
CITRIX SYSTEMS INC [CTXS]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☐ Officer ☒ Other
(give title below) (specify below)

See Explanation of Responses

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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 Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial
Ownership

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	Date Exercisable	Expiration Date	Title (Instr. 4)	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 <u>(1)</u>	Â <u>(3)</u>	03/30/2016	Common Stock, \$.001 par value	1,468,580	\$ <u>(3)</u>	D <u>(2)</u>	Â
Notional Principal Amount Derivative Agreement <u>(1)</u>	Â <u>(3)</u>	06/01/2016	Common Stock, \$.001 par value	2,794,400	\$ <u>(3)</u>	D <u>(2)</u>	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, Å E9Å 00000	Å	Å	Å	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) 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.

- (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.

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

- (3) 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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