

CITRIX SYSTEMS INC

Form 8-K

June 26, 2014

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported):**

**June 26, 2014**

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**CITRIX SYSTEMS, INC.**

(Exact Name of Registrant as Specified in Charter)

<b>Delaware</b>	<b>0-27084</b>	<b>75-2275152</b>
(State or Other Jurisdiction	(Commission	(IRS Employer
of Incorporation)	File Number)	Identification
		No.)

**851 West Cypress Creek Road**

**Fort Lauderdale, Florida** **33309**

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(954) 267-3000**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2.):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On June 26, 2014, the Board of Directors of Citrix Systems, Inc. (the “Company”) elected Robert M. Calderoni, the former President and Chief Executive Officer of Ariba, Inc., an SAP company, to its Board of Directors. Mr. Calderoni was not named to any committees of the Board of Directors at this time.

Mr. Calderoni will be entitled to the non-employee director compensation described under the heading *Director Compensation* beginning on page 48 of the Company’s proxy statement for its 2014 annual meeting of stockholders, filed with the U.S. Securities and Exchange Commission on April 11, 2014. The Company intends to enter into an indemnification agreement with Mr. Calderoni in substantially the same form entered into with the other members of the Company’s Board of Directors.

There are no other arrangements or understandings between Mr. Calderoni and any other person pursuant to which Mr. Calderoni was elected as a director. Mr. Calderoni is not a party to any transaction that would require disclosure under Item 404(a) of Regulation S-K.

Also on June 26, 2014, the Company announced that its President and Chief Executive Officer, Mark B. Templeton, will remain in his current role and will not retire by next year as previously announced.

**Item 7.01 Regulation FD Disclosure.**

A press release, dated June 26, 2014, announcing the matters described above is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1*	Press release dated June 26, 2014 of Citrix Systems, Inc.

\* Furnished herewith.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CITRIX SYSTEMS, INC.**

Date: June 26, 2014 By: /s/ David J. Henshall

Name: David J. Henshall

Title: Executive Vice President, Chief Operating Officer and Chief Financial Officer

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**Exhibit Index**

<u>Exhibit No.</u>	<u>Description</u>
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99.1*	Press release dated June 26, 2014 of Citrix Systems, Inc.
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\* Furnished herewith.