

CITRIX SYSTEMS INC
Form 8-K
December 11, 2014
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

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

Date of Report (Date of earliest event reported):
December 11, 2014

CITRIX SYSTEMS, INC.
(Exact Name of Registrant as Specified in Charter)

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

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**

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))

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

On December 11, 2014, the Board of Directors of Citrix Systems, Inc. (the “Company”) elected Francis deSouza, President of Illumina, Inc., to its Board of Directors. Mr. deSouza was also appointed as a member of the Strategy Committee of Citrix’s Board of Directors.

Mr. deSouza 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. deSouza 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. deSouza and any other person pursuant to which Mr. deSouza was elected as a director. Mr. deSouza is not a party to any transaction that would require disclosure under Item 404(a) of Regulation S-K.

Item 7.01 Regulation FD Disclosure.

A press release, dated December 11, 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 December 11, 2014 of Citrix Systems, Inc. |

* Furnished herewith.

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: December 11, 2014 By: /s/ David J. Henshall
Name: David J. Henshall
Title: Executive Vice President, Chief Operating
Officer and Chief Financial Officer

Exhibit Index

| <u>Exhibit</u> <u>No.</u> | <u>Description</u> |
|------------------------------|--------------------|
|------------------------------|--------------------|

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* Furnished herewith.