

CERNER CORP /MO/  
Form 4  
March 04, 2011

**FORM 4**

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

OMB APPROVAL

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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 \*  
NAUGHTON MARC G

(Last) (First) (Middle)  
2800 ROCKCREEK PARKWAY  
(Street)

NORTH KANSAS  
CITY, MO 64117

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CERNER CORP /MO/ [CERN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/03/2011

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)  
Exec. VP & CFO

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code V	Amount		
Common Stock	03/03/2011		X	A	\$ 23.115	20,268	D
Common Stock	03/03/2011		S	D	\$ 104.04 (1) (2)	15,268	D
Common Stock						3,225.25	I by 401(k) Plan

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

**Persons who respond to the collection of information contained in this form are not**

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

**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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Non-Quallified Stock Option (right to buy)	\$ 23.115	03/03/2011		X	5,000	04/05/2007 04/05/2012		Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 40.22					03/14/2013 03/14/2018		Common Stock	22,000
Non-Qualified Stock Option (right to buy)	\$ 36.72					03/06/2011 03/06/2019		Common Stock	15,000
Non-Qualified Stock Option (right to buy)	\$ 85.2					03/12/2012 03/12/2020		Common Stock	15,000
Non-Quallified Stock Option (right to buy)	\$ 53.81					03/09/2012 03/09/2017		Common Stock	20,000
Non-Quallified Stock Option (right to buy)	\$ 43.51					03/09/2011 03/09/2016		Common Stock	20,000
Non-Quallified Stock Option (right to buy)	\$ 20.99					06/03/2009 06/03/2014		Common Stock	4,000
Non-Quallified Stock Option (right to buy)	\$ 23.115					04/05/2007 04/05/2012		Common Stock	15,000
Non-Quallified Stock Option (right to buy)	\$ 31.405					06/03/2010 06/03/2015		Common Stock	25,000
	\$ 7.5					02/24/2007 02/24/2022			20,000

