

CERNER CORP /MO/  
Form 4  
June 05, 2012

**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 \*  
TOWNSEND JEFFREY A

(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)  
06/01/2012

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 & Chief of Staff

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 Ownership (Instr. 4)
			Code	V Amount or (D) Price			
Common Stock	06/01/2012		J	(1) 4,053 A \$ 0	6,929	D	
Common Stock	06/01/2012		J	(2) 2,398 A \$ 0	9,327	D	
Common Stock					17,423.09	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 required to respond unless the form**

SEC 1474 (9-02)

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock (Restricted)	\$ 40.95	06/01/2012		J	6,000 (1)	06/01/2011 06/01/2013	Common Stock	6,000	
Common Stock (Restricted)	\$ 51.6	06/01/2012		J	4,000 (2)	06/01/2012 06/01/2014	Common Stock	4,000	
Common Stock (Restricted)	\$ 76.86					06/01/2013 06/01/2015	Common Stock	10,000	
Non-Qualified Stock Option (right to buy)	\$ 76.86					03/09/2014 03/09/2022	Common Stock	40,000	
Non-Qualified Stock Option (right to buy)	\$ 20.11					03/14/2013 03/14/2018	Common Stock	30,000	
Non-Qualified Stock Option (right to buy)	\$ 18.36					03/06/2011 03/06/2019	Common Stock	55,000	
Non-Quallified Stock Option (right to buy)	\$ 3.75					02/24/2007 02/24/2022	Common Stock	9,000	
Non-Quallified Stock Option (right to buy)	\$ 5.6475					06/12/2008 06/12/2013	Common Stock	20,000	
Non-Quallified Stock Option (right to buy)	\$ 9.02					09/04/2008 09/04/2013	Common Stock	20,000	
Non-Quallified Stock Option (right to buy)	\$ 10.495					06/03/2009 06/03/2014	Common Stock	48,000	
Non-Quallified Stock Option	\$ 15.7025					06/03/2010 06/03/2015	Common Stock	60,000	

(right to buy)

Non-Quallified  
Stock Option \$ 21.755  
(right to buy)

03/09/2011 03/09/2016 Common Stock 50,

Non-Quallified  
Stock Option \$ 26.905  
(right to buy)

03/09/2012 03/09/2017 Common Stock 50,

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TOWNSEND JEFFREY A 2800 ROCKCREEK PARKWAY NORTH KANSAS CITY, MO 64117			Exec. VP & Chief of Staff	

## Signatures

/s/Amy Abrams, by Power of Attorney  
06/05/2012

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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).
- (1) Vesting of Performance-Based Restricted Stock grant of 6,000 shares to direct beneficial ownership, net of 1,947 shares withheld for taxes, in accordance with Rule 16b-3.
- (2) Vesting of Performance-Based Restricted Stock grant of 4,000 shares to direct beneficial ownership, net of 1,602 shares withheld for taxes, in accordance with Rule 16b-3.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.