

CERNER CORP /MO/
Form 4
June 04, 2013

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)
06/01/2013

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 (A) or (D) Price | | | |
| Common Stock | 06/01/2013 | | J ⁽¹⁾ | 19,832 A \$ 0 | 39,159 ⁽²⁾ | D | |
| Common Stock | 06/01/2013 | | J ⁽³⁾ | 1,874 A \$ 0 | 41,033 ⁽²⁾ | D | |
| Common Stock | 06/01/2013 | | J ⁽⁴⁾ | 469 A \$ 0 | 41,502 ⁽²⁾ | D | |
| Common Stock | | | | | 17,695 | I | by 401(k) Plan |

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

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(9-02)

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) | Ar or Nu of | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------|-------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Ar or Nu of |
| Common Stock (Restricted) | \$ 0 | 06/01/2013 | | <u>J⁽¹⁾</u> | 39,000 | 06/01/2011 06/01/2013 | Common Stock | 39 | |
| Common Stock (Restricted) | \$ 0 | 06/01/2013 | | <u>J⁽³⁾</u> | 4,000 | 06/01/2012 06/01/2014 | Common Stock | 4 | |
| Common Stock (Restricted) | \$ 0 | 06/01/2013 | | <u>J⁽⁴⁾</u> | 1,000 | 06/01/2013 06/01/2015 | Common Stock | 1 | |
| Non-Quallified Stock Option (right to buy) | \$ 15.7025 | | | | | 06/03/2010 06/03/2015 | Common Stock | 60 | |
| Non-Quallified Stock Option (right to buy) | \$ 21.755 | | | | | 03/09/2011 03/09/2016 | Common Stock | 50 | |
| Non-Quallified Stock Option (right to buy) | \$ 26.905 | | | | | 03/09/2012 03/09/2017 | Common Stock | 50 | |
| Non-Qualified Stock Option (right to buy) | \$ 20.11 | | | | | 03/14/2013 03/14/2018 | Common Stock | 60 | |
| Non-Qualified Stock Option (right to buy) | \$ 18.36 | | | | | 03/06/2011 03/06/2019 | Common Stock | 53 | |
| Non-Qualified Stock Option (right to buy) | \$ 76.86 | | | | | 03/09/2014 03/09/2022 | Common Stock | 40 | |
| Non-Qualified Stock Option (right to buy) | \$ 89.23 | | | | | 03/01/2015 03/01/2023 | Common Stock | 40 | |

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/Tyler Wright, by Power of Attorney
06/04/2013

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 39,000 shares to direct beneficial ownership, net of 900 shares cancelled due to not meeting subjective performance criteria and 18,268 shares withheld for taxes, in accordance with Rule 16b-3.
- (2) Includes 10,000 shares of restricted common stock.
- (3) Vesting of Performance-Based Restricted Stock grant of 4,000 shares to direct beneficial ownership, net of 400 shares cancelled due to not meeting subjective performance criteria and 1,726 shares withheld for taxes, in accordance with Rule 16b-3.
- (4) Vesting of Performance-Based Restricted Stock grant of 1,000 shares to direct beneficial ownership, net of 100 shares cancelled due to not meeting subjective performance criteria and 431 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.