

SIMS RANDY D
Form 4
March 12, 2010

FORM 4

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

OMB APPROVAL

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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 *
SIMS RANDY D

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
03/12/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Chief Legal Off & Secretar

(Street)
NORTH KANSAS
CITY, MO 64117

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 | | |
| Common Stock | 03/12/2010 | | X | A | \$ 11.295 | D | |
| Common Stock | 03/12/2010 | | S | D | \$ 85 ⁽¹⁾ / ₍₂₎ | D | |
| Common Stock | | | | | 0 | I | by 401(k) Plan |
| Common Stock | | | | | 3,008.935 ⁽³⁾ | I | by ASPP account |

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

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SEC 1474
(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 Underlying (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Non-Qualified Stock Option (right to buy) | \$ 85.2 | 03/12/2010 | | A | 12,000 <u>(4)</u> | 03/12/2012 03/12/2015 | Common Stock |
| Non-Quallified Stock Option (right to buy) | \$ 11.295 | 03/12/2010 | | X | 12,000 | 06/12/2008 06/12/2013 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 40.22 | | | | | 03/14/2013 03/14/2018 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 36.72 | | | | | 03/06/2011 03/06/2019 | Common Stock |
| Non-Quallified Stock Option (right to buy) | \$ 53.81 | | | | | 03/09/2012 03/09/2017 | Common Stock |
| Non-Quallified Stock Option (right to buy) | \$ 43.51 | | | | | 03/09/2011 03/09/2016 | Common Stock |
| Non-Quallified Stock Option (right to buy) | \$ 31.405 | | | | | 06/03/2010 06/03/2015 | Common Stock |
| Non-Quallified Stock Option (right to buy) | \$ 20.99 | | | | | 06/03/2009 06/03/2014 | Common Stock |
| Non-Quallified Stock Option (right to buy) | \$ 6.625 | | | | | 03/24/2007 03/24/2022 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SIMS RANDY D 2800 ROCKCREEK PARKWAY NORTH KANSAS CITY, MO 64117 | | | VP, Chief Legal Off & Secretar | |

Signatures

/s/Tanya Wilson, by Power of Attorney
03/12/2010

__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) Price reflects a weighted-average price for the transaction. Sale of shares took place at actual prices ranging from \$85.00 to \$85.04.
- (2) Full information regarding the number of shares purchased or sold at each separate price shall be provided upon request by the Commission staff, Cerner Corporation, or a Cerner shareholder.
- (3) Reporting person's Indirect Ownership Interest has been adjusted upward to reflect shares purchased as part of reporting person's Associate Stock Purchase Plan (ASPP) in prior calendar years.
- (4) Options are exercisable per the following schedule: 40% - 03/12/2012 20% - 03/12/2013 20% - 03/12/2014 20% - 03/12/2015

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.