Nill Michael Form 4 June 03, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

2. Issuer Name and Ticker or Trading

CERNER CORP /MO/ [CERN]

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person * Nill Michael

Symbol

(Middle)

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First)

3. Date of Earliest Transaction

(Month/Day/Year)

06/01/2010

Director 10% Owner

(Check all applicable)

X_ Officer (give title Other (specify below) below)

Exec VP & Chief Engineering Of

(Street)

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

3.

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

KANSAS CITY, MO 64117

2800 ROCKCREEK PKWY

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Owned

Beneficially Following Reported

Form: Direct (D) or Indirect (I) (Instr. 4)

6. Ownership 7. Nature of

Indirect Beneficial Ownership (Instr. 4)

(A) or

(D) Price

Transaction(s) (Instr. 3 and 4)

Common Stock

Code V Amount

4. Securities

by 401(k) 2,701.899 Ι Plan

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired or Dispos (D) (Instr. 3, and 5)	re s (A) sed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ar Underlying Se (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title [
Common Stock (Restricted)	\$ 81.9	06/01/2010		J	25,000 (1)		06/01/2011(2)	06/01/2013	Common Stock
Non-Qualified Stock Option	\$ 46.32						04/25/2010	04/25/2018	Common Stock
Non-Qualified Stock Option	\$ 23.115						04/05/2004	04/05/2012	Common Stock
Non-Qualified Stock Option	\$ 7.5938						11/05/2000	11/05/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 7						11/08/1997	11/08/2021	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14						11/01/1998	11/01/2022	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 11.295						06/12/2005	06/12/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 20.99						06/03/2006	06/03/2014	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 31.405						06/03/2007	06/03/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 40.84						04/25/2008	04/25/2016	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 54.61						04/24/2009	04/24/2017	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 36.72						03/06/2011	03/06/2019	Common Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Nill Michael

2800 ROCKCREEK PKWY Exec VP & Chief Engineering Of

KANSAS CITY, MO 64117

Signatures

/s/Tanya Wilson, by Power of Attorney 06/03/2010

**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) Issuance of Restricted Stock Grant pursuant to Performance-Based Restricted Stock Agreement.
- (2) Issuance of restricted stock grants vest per the following schedule with right to reduce certain shares vesting pursuant to subjective performance criteria: 2,500 on 6/1/2011 3,000 on 6/1/2012 19,500 on 6/1/2013

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.

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