

ILLIG CLIFFORD W
Form 5
February 11, 2011

FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
ILLIG CLIFFORD W

(Last) (First) (Middle)

2800 ROCKCREEK PARKWAY

(Street)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
01/01/2011

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)
Vice Chairman

6. Individual or Joint/Group Reporting (check applicable line)

NORTH KANSAS
CITY, MO 64117

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Amount	(A) or (D)	Price			
Common Stock	12/31/2010	^	I	342.54 (1)	A	\$ 95.31 (1)	17,719.602 (1)	I	by 401(k) Plan
Common Stock	^	^	^	^	^	^	3,977,076	D	^
Common Stock	^	^	^	^	^	^	391,334	I	By spouse
Common Stock	^	^	^	^	^	^	27,000	I	By Trust as Co-Trustee

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Common Stock	Â	Â	Â	Â	Â	27,000	I	By Trust as Co-Trustee
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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 Underlying Security (Instr. 3 and 4)		
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Non-Qualified Stock Option (right to buy)	\$ 40.22	Â	Â	Â	Â	Â	03/14/2013	03/14/2018	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 36.72	Â	Â	Â	Â	Â	03/06/2011	03/06/2019	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 85.2	Â	Â	Â	Â	Â	03/12/2012	03/12/2020	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 53.81	Â	Â	Â	Â	Â	03/09/2012	03/09/2017	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 14.8125	Â	Â	Â	Â	Â	06/28/2003	06/28/2020	Common Stock	14
Non-Qualified Stock Option (right to buy)	\$ 23.115	Â	Â	Â	Â	Â	04/05/2007	04/05/2012	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 11.295	Â	Â	Â	Â	Â	06/12/2006	06/12/2013	Common Stock	24
Non-Qualified Stock Option (right to buy)	\$ 18.04	Â	Â	Â	Â	Â	09/04/2008	09/04/2013	Common Stock	10

Non-Quallified Stock Option (right to buy)	\$ 20.99	Â	Â	Â	Â	Â	06/03/2009	06/03/2014	Common Stock	20
Non-Quallified Stock Option (right to buy)	\$ 31.405	Â	Â	Â	Â	Â	06/03/2010	06/03/2015	Common Stock	10
Non-Quallified Stock Option (right to buy)	\$ 43.51	Â	Â	Â	Â	Â	03/09/2011	03/09/2016	Common Stock	10
Variable Prepaid Forward Contract	Â	Â	Â	Â	Â	Â	Â (2)	Â (2)	Common Stock	500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ILLIG CLIFFORD W 2800 ROCKCREEK PARKWAY NORTH KANSAS CITY, MO 64117	Â X	Â	Â Vice Chairman	Â

Signatures

/s/Crystal Spoor, by Power of Attorney
Date: 02/11/2011

**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) Represents shares purchased through the issuer's 401(k) trust between 1/8/2010 and 12/24/2010, at prices ranging from \$74.37 to \$95.31 per share. Balance is based on plan statement as of 12/31/2010.
- (2) Information disclosed as part of Form 4 filing on 11/9/2009.

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