

Nill Michael  
 Form 4  
 March 15, 2011

**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 \*  
 Nill Michael

(Last) (First) (Middle)  
 2800 ROCKCREEK PKWY  
 (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)  
 03/11/2011

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)  
 Exec VP & Chief Engineering Of

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)
				(A) or (D) Code V Amount (D) Price			
Common Stock					0	D	
Common Stock					2,789.239	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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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
Common Stock (Restricted)	\$ 103.2	03/11/2011		J <sup>(1)</sup>	V <sup>(1)</sup>	20,000		06/01/2012 <sup>(2)</sup>	06/01/2014	Common Stock
Common Stock (Restricted)	\$ 81.9							06/01/2011	06/01/2013	Common Stock
Non-Qualified Stock Option	\$ 46.32							04/25/2010	04/25/2018	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)	\$ 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  
NORTH KANSAS CITY, MO 64117

Exec VP &  
Chief  
Engineering Of

## Signatures

/s/Crystal Spoor, by Power of  
Attorney

03/15/2011

\_\_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) Issuance of Restricted Stock Grant pursuant to Performance-Based Restricted Stock Agreement.
  - (2) Restricted Stock eligible for vesting per the following schedule with right to reduce certain shares vesting pursuant to subjective performance criteria: 2,000 on 6/1/2012 2,000 on 6/1/2013 16,000 on 6/1/2014

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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