

CERNER CORP /MO/  
Form 5  
February 10, 2012

# FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
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 \*  
**TOWNSEND JEFFREY A**

(Last) (First) (Middle)

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

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

**2800 ROCKCREEK PARKWY**

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2011**

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

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

**NORTH KANSASCITY, MO 64117**

(City) (State) (Zip)

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)
				(A) or (D) Amount Price			
Common Stock	12/31/2011	^	J	364.87 (1) A 50.62 (1)	\$ 17,423.09	I	by 401(k) Plan
Common Stock	^	^	^	^ ^ ^ ^	2,876	D	^

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

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SEC 2270 (9-02)

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**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)	Amount or Number of Shares
					(A) (D)	Date Exercisable	Expiration Date	Title	
Common Stock (Restricted)	\$ 40.95	Â	Â	Â	Â Â	06/01/2011	06/01/2013	Common Stock	45,
Common Stock (Restricted)	\$ 51.6	Â	Â	Â	Â Â	06/01/2012	06/01/2014	Common Stock	40,
Non-Qualified Stock Option (right to buy)	\$ 20.11	Â	Â	Â	Â Â	03/14/2013	03/14/2018	Common Stock	60,
Non-Qualified Stock Option (right to buy)	\$ 18.36	Â	Â	Â	Â Â	03/06/2011	03/06/2019	Common Stock	55,
Non-Quallified Stock Option (right to buy)	\$ 3.75	Â	Â	Â	Â Â	02/24/2007	02/24/2022	Common Stock	9,8
Non-Quallified Stock Option (right to buy)	\$ 5.6475	Â	Â	Â	Â Â	06/12/2008	06/12/2013	Common Stock	20,
Non-Quallified Stock Option (right to buy)	\$ 9.02	Â	Â	Â	Â Â	09/04/2008	09/04/2013	Common Stock	20,
Non-Quallified Stock Option (right to buy)	\$ 10.495	Â	Â	Â	Â Â	06/03/2009	06/03/2014	Common Stock	48,
Non-Quallified Stock Option (right to buy)	\$ 15.7025	Â	Â	Â	Â Â	06/03/2010	06/03/2015	Common Stock	60,
Non-Quallified Stock Option (right to buy)	\$ 21.755	Â	Â	Â	Â Â	03/09/2011	03/09/2016	Common Stock	50,
Non-Quallified Stock Option	\$ 26.905	Â	Â	Â	Â Â	03/09/2012	03/09/2017	Common Stock	50,

(right to buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TOWNSEND JEFFREY A 2800 ROCKCREEK PARKWY NORTH KANSASCITY, MO 64117			Exec. VP & Chief of Staff	

## Signatures

/s/Tyler Wright, by Power of Attorney	02/10/2012
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**Signature of Reporting Person	Date
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## 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 1/2/2011 and 12/31/2011, at prices ranging from \$47.40 to \$54.63 per share. Balance is based on plan statement as of 12/31/2011. 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.

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### Remarks:

All beneficial ownership amounts have been adjusted for the 2-for-1 stock split announced by the C

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