

CERNER CORP /MO/
Form 4
March 07, 2017

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 *
ILLIG CLIFFORD W

(Last) (First) (Middle)
2800 ROCKCREEK PARKWAY
(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)
03/03/2017

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 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | | | | (A) or (D) Price | 75,257 | I | by 401(k) Plan |
| Common Stock | | | | | 1,229,719 ⁽¹⁾ | D | |
| Common Stock | | | | | 782,668 | I | By spouse |
| Common Stock | | | | | 95,000 | I | By Trust as Co-Trustee |
| Common Stock | | | | | 108,000 | I | By Trust as Co-Trustee |

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| | | | |
|--------------|--------------------------|---|------------------------|
| Common Stock | 11,840,409 <u>(1)</u> | I | by Revocable Trust |
| Common Stock | 392,668 <u>(2)</u> | I | By Trust as Co-Trustee |
| Common Stock | 392,664 <u>(2)</u> | I | By Trust as Co-Trustee |

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 Underlying Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Non-Qualified Stock Option (right to buy) | \$ 55.74 | 03/03/2017 | | A | 30,000 | 03/03/2019 ⁽³⁾ | 03/03/2027 | Common Stock |
| Restricted Stock Units | \$ 0 ⁽⁵⁾ | 03/03/2017 | | A | 1,000 ⁽⁵⁾ | 03/05/2018 | 03/05/2018 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 10.055 | | | | | 03/14/2013 | 03/14/2018 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 9.18 | | | | | 03/06/2011 | 03/06/2019 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 21.3 | | | | | 03/12/2012 | 03/12/2020 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 25.8 | | | | | 03/11/2013 | 03/11/2021 | Common Stock |
| | \$ 38.43 | | | | | 03/09/2014 | 03/09/2022 | |

| | | | | | |
|---|-----------|--|------------|------------|-----------------|
| Non-Qualified Stock Option (right to buy) | | | | | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 44.615 | | 03/01/2015 | 03/01/2023 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 60.37 | | 03/07/2016 | 03/07/2024 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 70.91 | | 03/12/2017 | 03/12/2025 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 54.01 | | 03/11/2018 | 03/11/2026 | Common Stock |

Reporting Owners

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

Signatures

/s/Patricia E. Davies, by Power of
Attorney

03/07/2017

__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) A portion of the reporting person's beneficial ownership (5,422,673 shares) has been incorrectly reported as held "Direct" and is now reported as held "by Revocable Trust." The total beneficial ownership is not affected by the reclassification.
 - (2) Includes 1,332 shares inherited by the trust in which the reporting person is a Co-Trustee, which were inadvertently omitted due to administrative error. The acquisition of such shares was exempt pursuant to Rule 16b-5.
 - (3) Options are exercisable per the following schedule: 40% - 03/03/2019, 20% - 03/03/2020, 20% - 03/03/2021, 20% - 03/03/2022.
 - (4) This transaction represents a grant of options to the reporting person by the issuer. Therefore, no consideration other than the value of services rendered was paid for the security.
 - (5) Each restricted stock unit represents a contingent right to receive one share of Cerner Corporation common stock. The restricted stock units are eligible for vesting on 03/05/2018.
 - (6) This transaction represents a grant of restricted stock units to the reporting person by the issuer. Therefore, no consideration other than the value of services rendered was paid for the security.

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.