

CERNER CORP /MO/
Form 4
February 15, 2013

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 *
PATTERSON NEAL L

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2800 ROCKCREEK PARKWAY

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/13/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, CEO & President

NORTH KANSAS
CITY, MO 64117

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 01/29/2013 | | J(1) | V 2,872,233 D \$ 0 0 | | D | |
| Common Stock | 01/29/2013 | | J(1) | V 2,872,233 A \$ 0 9,751,340 | | I | by Revocable Trust |
| Common Stock | 02/11/2013 | | J(2) | V 26,303 D \$ 0 259,706 | | I | by Grantor Retained Annuity Trust |
| Common Stock | 02/11/2013 | | J(2) | V 26,303 A \$ 0 9,777,643 | | I | by |

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| Stock | | | | | | | | Revocable Trust |
|--------------|------------|---|-------|---|-----------------------------------|-----------|---|---|
| Common Stock | 02/13/2013 | S | 1,000 | D | \$ 88.14 <u>(3)</u> <u>(4)</u> | 70,200 | I | by Trust as Co-Trustee |
| Common Stock | | | | | | 69,276 | I | by Spouse |
| Common Stock | | | | | | 1,609,346 | I | by Spouse as sole Trustee of Irrevocable Trust for children |
| Common Stock | | | | | | 107,853 | I | by 401(k) Plan |
| Common Stock | | | | | | 166,000 | I | by Charitable Remainder Trust |

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 of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Non-Quallified Stock Option (right to buy) | \$ 7.4063 | | | | | 06/28/2005 | 06/28/2020 | Common Stock | 1,180, |
| Non-Quallified Stock Option (right to buy) | \$ 10.495 | | | | | 06/03/2009 | 06/03/2014 | Common Stock | 120,0 |

| | | | | | |
|--|------------|------------|------------|-----------------|-------|
| Non-Quallified Stock Option (right to buy) | \$ 15.7025 | 06/03/2010 | 06/03/2015 | Common Stock | 160,0 |
| Non-Quallified Stock Option (right to buy) | \$ 20.5625 | 09/16/2010 | 09/16/2015 | Common Stock | 168,0 |
| Non-Quallified Stock Option (right to buy) | \$ 21.755 | 03/09/2011 | 03/09/2016 | Common Stock | 200,0 |
| Non-Quallified Stock Option (right to buy) | \$ 26.905 | 03/09/2012 | 03/09/2017 | Common Stock | 160,0 |
| Non-Quallified Stock Option (right to buy) | \$ 20.11 | 03/14/2013 | 03/14/2018 | Common Stock | 144,0 |
| Non-Quallified Stock Option (right to buy) | \$ 18.36 | 03/06/2011 | 03/06/2019 | Common Stock | 140,0 |
| Non-Quallified Stock Option (right to buy) | \$ 42.6 | 03/12/2012 | 03/12/2020 | Common Stock | 120,0 |
| Non-Quallified Stock Option (right to buy) | \$ 51.6 | 03/11/2013 | 03/11/2021 | Common Stock | 110,0 |
| Non-Quallified Stock Option (right to buy) | \$ 76.86 | 03/09/2014 | 03/09/2022 | Common Stock | 80,0 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| PATTERSON NEAL L 2800 ROCKCREEK PARKWAY NORTH KANSAS CITY, MO 64117 | X | | Chairman, CEO & President | |

Signatures

/s/Tyler Wright, by Power of
Attorney

02/15/2013

__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).

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This transaction represents a transfer of shares of Common Stock held directly in the name of reporting person to a revocable trust. As

- (1) this transaction effects only a change in the form of beneficial ownership without changing the reporting person's pecuniary interest in the shares of Common Stock, it is exempt from section 16 of the Act pursuant to Rule 16a-13.

This transaction represents a distribution of shares by the Grantor Retained Annuity Trust (GRAT) to the insider-grantor, in satisfaction

- (2) of the GRAT's annuity payment obligations, which is exempt from reporting by the insider-grantor pursuant to Rule 16a-13 as a change of form of ownership, since the beneficiaries do not have a pecuniary interest in the shares the GRAT holds.

- (3) Price reflects a weighted-average price for the transaction. Sale of shares took place at actual prices ranging from \$88.141 to \$88.144.

- (4) 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.

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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