

CERNER CORP /MO/

Form 4

August 17, 2011

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
PATTERSON NEAL L

(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)
08/16/2011

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)

Chairman, CEO & President

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/16/2011		S		10,000	D	\$ 58.9254 (1)	5,036,071 (2)	I	by Revocable Trust
Common Stock	08/17/2011		S		2,500	D	\$ 58.5333 (3)	173,500	I	by Charitable Remainder Trust
Common Stock	07/29/2011		G ⁽⁴⁾	V	2,872,233	D	\$ 0	5,586,187 (2) (5)	D	
Common	07/29/2011		G ⁽⁴⁾	V	2,872,233	A	\$ 0	5,046,071	I	by

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Stock				Revocable Trust
Common Stock	71,776.12	I		by Spouse
Common Stock	1,619,346	I		by Spouse as sole Trustee of Irrevocable Trust for children
Common Stock	106,688.05	I		by 401(k) Plan
Common Stock	318,244	I		by Grantor Retained Annuity Trust
Common Stock	76,200	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 Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Non-Qualified Stock Option (right to buy)	\$ 20.11							03/14/2013	03/14/2018	Common Stock	144,0
Non-Qualified Stock Option (right to buy)	\$ 18.36							03/06/2011	03/06/2019	Common Stock	140,0

Non-Qualified Stock Option (right to buy)	\$ 42.6	03/12/2012	03/12/2020	Common Stock	120,0
Non-Qualified Stock Option (right to buy)	\$ 51.6	03/11/2013	03/11/2021	Common Stock	110,0
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)	\$ 5.6475	06/12/2008	06/12/2013	Common Stock	100,0
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
Variable Prepaid Forward Contract	(6)	(6)	(6)	Common Stock	1,000,

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/Tanya Wilson, by Power of
Attorney 08/17/2011

**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) Price reflects a weighted-average price for the transaction. Sale of shares took place at actual prices ranging from \$58.70 to \$59.00.
- (2) Includes a reclassification of 39,242 shares from "Direct" to "by Revocable Trust" to correct the respective ownership categories of the Reporting Person.
- (3) Price reflects a weighted-average price for the transaction. Sale of shares took place at actual prices ranging from \$58.53 to \$58.54.
- (4) Represents transactions that are exempt under Section 16(b) and are not reportable until a Form 5 is filed at the end of the year; however, the reporting person has elected to report them on this Form 4.
- (5) Includes an adjustment for 8,940 shares to correct the Direct Ownership of the Reporting Person.
- (6) Information disclosed as part of Form 4 filing on 11/9/2009.

Remarks:

All share and per share amounts have been adjusted for the 2-for-1 stock split announced by the Company on June 1, 2011.

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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