

CERNER CORP /MO/  
Form 4  
June 03, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
TOWNSEND JEFFREY A

(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)  
06/01/2014

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 of Staff

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)
			Code	V Amount (A) or (D) Price			
Common Stock	06/01/2014		J <sup>(1)</sup>	34,584 A \$ 0	135,588	D	
Common Stock	06/01/2014		J <sup>(2)</sup>	1,041 A \$ 0	136,629	D	
Common Stock	06/01/2014		F	959 <sup>(3)</sup> D \$ 54.2	135,670 <sup>(4)</sup>	D	
Common Stock					35,913	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 Amount of Underlying Security (Instr. 3 and 4)	Ar Nu Sh
					V	(A) (D)	Date Exercisable	Expiration Date		
Common Stock (Restricted)	\$ 0	06/01/2014		<u>J</u> (1)		64,000	06/01/2012	06/01/2014	Common Stock	6
Common Stock (Restricted)	\$ 0	06/01/2014		<u>J</u> (2)		2,000	06/01/2013	06/01/2015	Common Stock	2
Non-Qualified Stock Option (right to buy)	\$ 44.615						03/01/2015	03/01/2023	Common Stock	8
Non-Qualified Stock Option (right to buy)	\$ 60.37						03/07/2016	03/07/2024	Common Stock	7
Non-Qualified Stock Option (right to buy)	\$ 38.43						03/09/2014	03/09/2022	Common Stock	8
Non-Qualified Stock Option (right to buy)	\$ 10.055						03/14/2013	03/14/2018	Common Stock	12
Non-Qualified Stock Option (right to buy)	\$ 9.18						03/06/2011	03/06/2019	Common Stock	1
Non-Quallified Stock Option (right to buy)	\$ 7.8513						06/03/2010	06/03/2015	Common Stock	12
Non-Quallified Stock Option (right to buy)	\$ 10.8775						03/09/2011	03/09/2016	Common Stock	10
Non-Quallified Stock Option (right to buy)	\$ 13.4525						03/09/2012	03/09/2017	Common Stock	10

## Reporting Owners

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

## Signatures

/s/Patricia E. Davies, by Power of Attorney 06/03/2014

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) Vesting of Performance-Based Restricted Stock grant of 64,000 shares to direct beneficial ownership, net of 29,416 shares withheld for taxes, in accordance with Rule 16b-3.
- (2) Vesting of Performance-Based Restricted Stock grant of 2,000 shares to direct beneficial ownership, net of 959 shares withheld for taxes, in accordance with Rule 16b-3.
- (3) Shares of common stock withheld to satisfy the tax withholdings for the vesting of 2,000 shares of restricted common stock.
- (4) Includes 36,000 shares of restricted common stock.

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.