

CERNER CORP /MO/
Form 4
November 06, 2012

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 *
NAUGHTON MARC G

(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)
11/05/2012

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 & CFO

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	11/05/2012		X			6,168	A	\$ 3.75	36,704	D	
Common Stock	11/05/2012		X			25,000	A	\$ 15.7025	61,704	D	
Common Stock	11/05/2012		X			8,000	A	\$ 10.495	69,704	D	
Common Stock	11/05/2012		S			39,168	D	\$ 78.53 (1) (2)	30,536	D	
Common Stock									6,653.09	I	by 401(k) Plan

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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 Security (Instr. 3 and 4)	8. Amount or Number of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Ar or Nu of
Non-Qualified Stock Option (right to buy)	\$ 10.495	11/05/2012		X	8,000	06/03/2009 06/03/2014	Common Stock	8
Non-Qualified Stock Option (right to buy)	\$ 15.7025	11/05/2012		X	25,000	06/03/2010 06/03/2015	Common Stock	25
Non-Qualified Stock Option (right to buy)	\$ 3.75	11/05/2012		X	6,168	02/24/2007 02/24/2022	Common Stock	6
Common Stock (Restricted)	\$ 0					06/01/2013 06/01/2015	Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 20.11					03/14/2013 03/14/2018	Common Stock	45
Non-Qualified Stock Option (right to buy)	\$ 18.36					03/06/2011 03/06/2019	Common Stock	30
Non-Qualified Stock Option (right to buy)	\$ 42.6					03/12/2012 03/12/2020	Common Stock	30
Non-Qualified Stock Option (right to buy)	\$ 51.6					03/11/2013 03/11/2021	Common Stock	28
Non-Qualified Stock Option (right to buy)	\$ 76.86					03/09/2014 03/09/2022	Common Stock	25

Non-Quallified Stock Option (right to buy)	\$ 26.905	03/09/2012	03/09/2017	Common Stock	4
Non-Quallified Stock Option (right to buy)	\$ 21.755	03/09/2011	03/09/2016	Common Stock	4

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAUGHTON MARC G 2800 ROCKCREEK PARKWAY NORTH KANSAS CITY, MO 64117			Exec. VP & CFO	

Signatures

/s/Tyler Wright, by Power of Attorney
11/06/2012

__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 \$78.48 to \$78.65.
- (2) Full information regarding the number of shares 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. 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.