

CERNER CORP /MO/
Form 5
February 11, 2013

FORM 5

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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/29/2012

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)
Chairman, CEO & President

6. Individual or Joint/Group Reporting

(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) | Amount | (A) or (D) | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------|-----------|--|--|---|
| Common Stock | 02/02/2012 | Â | J(1) | 32,235 D | \$ 0 | | 286,009 | I | by Grantor Retained Annuity Trust | |
| Common Stock | 02/02/2012 | Â | J(1) | 32,235 A | \$ 0 | | 6,892,184 | I | by Revocable Trust | |
| Common Stock | 12/28/2012 | Â | G | 13,077 D | \$ 0 | | 6,879,107 | I | by Revocable | |

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| | | | | | | | | | |
|--------------|------------|---|---|-------------------|---|------------------------|-----------|---|--|
| Common Stock | 12/29/2012 | Â | J | 503.62 (2) (3) | A | \$ 66.19 (2) (3) | 107,853 | I | Trust by 401(k) Plan |
| Common Stock | Â | Â | Â | Â | Â | Â | 2,872,233 | D | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 166,000 | I | by Charitable Remainder Trust |
| Common Stock | Â | Â | Â | Â | Â | Â | 71,200 | I | by Trust as Co-Trustee |
| Common Stock | Â | Â | Â | Â | Â | Â | 1,609,346 | I | by Spouse as sole Trustee of Irrevocable Trust for children |
| Common Stock | Â | Â | Â | Â | Â | Â | 69,276 | I | by Spouse |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title Amount |
| Non-Quallified Stock Option (right to buy) | \$ 7.4063 | Â | Â | Â | Â | 06/28/2005 06/28/2020 | Common Stock 1,1 |
| Non-Quallified Stock Option (right to buy) | \$ 10.495 | Â | Â | Â | Â | 06/03/2009 06/03/2014 | Common Stock 12 |

| | | | | | | | | | | |
|--|------------|---|---|---|---|---|------------|------------|--------------|----|
| Non-Quallified Stock Option (right to buy) | \$ 15.7025 | Â | Â | Â | Â | Â | 06/03/2010 | 06/03/2015 | Common Stock | 16 |
| Non-Quallified Stock Option (right to buy) | \$ 20.5625 | Â | Â | Â | Â | Â | 09/16/2010 | 09/16/2015 | Common Stock | 16 |
| Non-Quallified Stock Option (right to buy) | \$ 21.755 | Â | Â | Â | Â | Â | 03/09/2011 | 03/09/2016 | Common Stock | 20 |
| Non-Quallified Stock Option (right to buy) | \$ 26.905 | Â | Â | Â | Â | Â | 03/09/2012 | 03/09/2017 | Common Stock | 16 |
| Non-Quallified Stock Option (right to buy) | \$ 20.11 | Â | Â | Â | Â | Â | 03/14/2013 | 03/14/2018 | Common Stock | 14 |
| Non-Quallified Stock Option (right to buy) | \$ 18.36 | Â | Â | Â | Â | Â | 03/06/2011 | 03/06/2019 | Common Stock | 14 |
| Non-Quallified Stock Option (right to buy) | \$ 42.6 | Â | Â | Â | Â | Â | 03/12/2012 | 03/12/2020 | Common Stock | 12 |
| Non-Quallified Stock Option (right to buy) | \$ 51.6 | Â | Â | Â | Â | Â | 03/11/2013 | 03/11/2021 | Common Stock | 11 |
| Non-Quallified Stock Option (right to buy) | \$ 76.86 | Â | Â | Â | Â | Â | 03/09/2014 | 03/09/2022 | Common Stock | 8 |

Reporting Owners

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

Signatures

/s/Tyler Wright, by Power of Attorney 02/11/2013

**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 distribution of shares by the Grantor Retained Annuity Trust (GRAT) to the insider-grantor, in satisfaction
- (1) 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.
 - (2) Represents shares purchased through the issuer's 401(k) trust between 1/1/2012 and 12/29/2012, at prices ranging from \$60.99 to \$76.16 per share. Balance is based on plan statement as of 12/29/2012.
 - (3) 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.

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