

CERNER CORP /MO/

Form 4

June 03, 2014

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(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
____X____ Officer (give title below) ____ Other (specify below)

Exec. VP & Chief of Staff

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	06/01/2014		J ⁽¹⁾	34,584 A \$ 0	135,588	D	
Common Stock	06/01/2014		J ⁽²⁾	1,041 A \$ 0	136,629	D	
Common Stock	06/01/2014		F	959 ⁽³⁾ D \$ 54.2	135,670 ⁽⁴⁾	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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Common Stock (Restricted)	\$ 0	06/01/2014		J ⁽¹⁾	64,000	06/01/2012	06/01/2014	Common Stock	64,000
Common Stock (Restricted)	\$ 0	06/01/2014		J ⁽²⁾	2,000	06/01/2013	06/01/2015	Common Stock	2,000
Non-Qualified Stock Option (right to buy)	\$ 44.615					03/01/2015	03/01/2023	Common Stock	8,000
Non-Qualified Stock Option (right to buy)	\$ 60.37					03/07/2016	03/07/2024	Common Stock	7,000
Non-Qualified Stock Option (right to buy)	\$ 38.43					03/09/2014	03/09/2022	Common Stock	8,000
Non-Qualified Stock Option (right to buy)	\$ 10.055					03/14/2013	03/14/2018	Common Stock	12,000
Non-Qualified Stock Option (right to buy)	\$ 9.18					03/06/2011	03/06/2019	Common Stock	1,000
Non-Quallified Stock Option (right to buy)	\$ 7.8513					06/03/2010	06/03/2015	Common Stock	12,000
Non-Quallified Stock Option (right to buy)	\$ 10.8775					03/09/2011	03/09/2016	Common Stock	10,000
Non-Quallified Stock Option (right to buy)	\$ 13.4525					03/09/2012	03/09/2017	Common Stock	10,000

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.