CERNER CORP /MO/

Form 5

January 14, 2015

# FORM 5

#### **OMB APPROVAL**

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

3235-0362 Number: January 31, Expires:

2005

**OMB** 

no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer PATTERSON NEAL L Symbol CERNER CORP /MO/ [CERN]

(Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended

\_X\_ Director 10% Owner

(Check all applicable)

(Month/Day/Year) 01/03/2015

Other (specify \_X\_ Officer (give title below) below) Chairman and CEO

2800 ROCKCREEK PARKWAY

(Street)

4. If Amendment, Date Original 6. Individual or Joint/Group Reporting

Filed(Month/Day/Year)

(check applicable line)

### **NORTH KANSAS** CITY, MOÂ 64117

\_X\_ Form Filed by One Reporting Person \_ Form Filed by More than One Reporting Person

| (City)                               | (State)                              | (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |   |  |   |  |  |   |  |
|--------------------------------------|--------------------------------------|--|---|--|---|--|--|---|--|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)                            | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price |   | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| Common<br>Stock                      | 12/23/2014                           | Â  | G                                       | 79,365   | D | \$0  | 19,109,793   | I   | by<br>Revocable<br>Trust                                       |
| Common<br>Stock                      | Â                                    | Â  | Â                                       | Â  | Â | Â  | 120,552  | I   | by Spouse  |
| Common<br>Stock                      | Â                                    | Â  | Â                                       | Â  | Â | Â  | 2,898,940  | I   | by Spouse<br>as sole<br>Trustee of<br>Irrevocable<br>Trust for |

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|                 |   |   |   |   |   |   |         |   | children                               |
|-----------------|---|---|---|---|---|---|---------|---|--|
| Common<br>Stock | Â | Â | Â | Â | Â | Â | 195,088 | I | by 401(k)<br>Plan                      |
| Common<br>Stock | Â | Â | Â | Â | Â | Â | 262,000 | I | by<br>Charitable<br>Remainder<br>Trust |
| Common<br>Stock | Â | Â | Â | Â | Â | Â | 156,990 | I | by Trust as<br>Co-Trustee              |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

| 1. Title of<br>Derivative Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Num of Deriv Secur Acqu (A) of Dispo of (D (Instra, 4, and | vative<br>rities<br>nired<br>or<br>osed<br>0)<br>r. 3, | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amou<br>Underlying Securi<br>(Instr. 3 and 4) |                    |
|--|---|---|---|---|---|--|--|--------------------|--|--------------------|
|  |   |   |   |   | (A)   | (D)  | Date<br>Exercisable  | Expiration<br>Date | Title  | Amo<br>Nun<br>Shar |
| Non-Qualified<br>Stock Option<br>(right to buy)  | \$ 21.3   | Â                                       | Â   | Â                                       | Â   | Â  | 03/12/2012   | 03/12/2020         | Common<br>Stock  | 24                 |
| Non-Qualified<br>Stock Option<br>(right to buy)  | \$ 25.8   | Â                                       | Â   | Â                                       | Â   | Â  | 03/11/2013   | 03/11/2021         | Common<br>Stock  | 22                 |
| Non-Qualified<br>Stock Option<br>(right to buy)  | \$ 38.43  | Â                                       | Â   | Â                                       | Â   | Â  | 03/09/2014   | 03/09/2022         | Common<br>Stock  | 16                 |
| Non-Qualified<br>Stock Option<br>(right to buy)  | \$ 44.615   | Â                                       | Â   | Â                                       | Â   | Â  | 03/01/2015   | 03/01/2023         | Common<br>Stock  | 16                 |
| Non-Qualified<br>Stock Option<br>(right to buy)  | \$ 60.37  | Â                                       | Â   | Â                                       | Â   | Â  | 03/07/2016   | 03/07/2024         | Common<br>Stock  | 14                 |
| Non-Qualified<br>Stock Option                    | \$ 10.055   | Â                                       | Â   | Â                                       | Â   | Â  | 03/14/2013   | 03/14/2018         | Common<br>Stock  | 28                 |

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| (right to buy)                                   |            |   |   |   |   |   |            |            |                 |     |
|--|------------|---|---|---|---|---|------------|------------|-----------------|-----|
| Non-Qualified<br>Stock Option<br>(right to buy)  | \$ 9.18    | Â | Â | Â | Â | Â | 03/06/2011 | 03/06/2019 | Common<br>Stock | 28  |
| Non-Quallified<br>Stock Option<br>(right to buy) | \$ 3.7032  | Â | Â | Â | Â | Â | 06/28/2005 | 06/28/2020 | Common<br>Stock | 2,3 |
| Non-Quallified<br>Stock Option<br>(right to buy) | \$ 7.8513  | Â | Â | Â | Â | Â | 06/03/2010 | 06/03/2015 | Common<br>Stock | 32  |
| Non-Quallified<br>Stock Option<br>(right to buy) | \$ 10.2813 | Â | Â | Â | Â | Â | 09/16/2010 | 09/16/2015 | Common<br>Stock | 33  |
| Non-Quallified<br>Stock Option<br>(right to buy) | \$ 10.8775 | Â | Â | Â | Â | Â | 03/09/2011 | 03/09/2016 | Common<br>Stock | 40  |
| Non-Quallified<br>Stock Option<br>(right to buy) | \$ 13.4525 | Â | Â | Â | Â | Â | 03/09/2012 | 03/09/2017 | Common<br>Stock | 32  |

# **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |                  |       |  |  |  |  |
|---|---------------|-----------|------------------|-------|--|--|--|--|
| reporting owner runner runners  | Director      | 10% Owner | Officer          | Other |  |  |  |  |
| PATTERSON NEAL L<br>2800 ROCKCREEK PARKWAY<br>NORTH KANSAS CITY, MO 64117 | ÂX            | Â         | Chairman and CEO | Â     |  |  |  |  |
| Signatures  |               |           |                  |       |  |  |  |  |
| /s/Patricia E. Davies, by Power of  | 01/14/20      | 015       |                  |       |  |  |  |  |

Attorney

\*\*Signature of Reporting Person

# **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).