

BURKE ZANE M
Form 4
August 02, 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 *
BURKE ZANE M

2. Issuer Name and Ticker or Trading Symbol
CERNER CORP /MO/ [CERN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2800 ROCKCREEK PARKWAY

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/31/2012

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Executive Vice President

NORTH KANSAS
CITY, MO 64117

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 07/31/2012 | | A | (A) or (D) Amount 10,000 (1) | \$ 0 10,000 (2) | D | |
| Common Stock | | | | | 2,039.798 | I | by ASPP account |
| Common Stock | | | | | 6,031.71 | 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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(9-02)

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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 Underlying Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Non-Qualified Stock Option (right to buy) | \$ 73.92 | 07/31/2012 | | A | 25,000 | 07/31/2014 ⁽³⁾ | 07/31/2022 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 5.5 | | | | | 10/05/2007 | 10/01/2023 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 6.5 | | | | | 10/10/2007 | 10/10/2022 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 27.305 | | | | | 04/24/2009 | 04/24/2017 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 23.16 | | | | | 04/25/2010 | 04/25/2018 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 26.34 | | | | | 05/01/2011 | 05/01/2019 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 43.35 | | | | | 05/03/2012 | 05/03/2020 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 59.12 | | | | | 05/16/2013 | 05/16/2021 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 76.86 | | | | | 03/09/2014 | 03/09/2022 | Common Stock |
| Common Stock (Restricted) | \$ 0 | | | | | 06/01/2013 | 06/01/2015 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BURKE ZANE M 2800 ROCKCREEK PARKWAY NORTH KANSAS CITY, MO 64117 | | | Executive Vice President | |

Signatures

/s/Tyler Wright, by Power of Attorney 08/02/2012

__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).

Issuance of Restricted Stock Grant pursuant to Cerner Corporation 2011 Omnibus Equity Incentive Plan - Performance Based Restricted

- (1) Stock Agreement. Such shares are eligible for vesting, subject to reduction pursuant to subjective performance criteria, per the following schedule: 10% on 08/31/2013, 10% on 06/01/2014 and 80% on 06/01/2015.
- (2) Includes 10,000 shares of Restricted Common Stock.
- (3) Options are exercisable per the following schedule: 40% on 07/31/2014, 20% on 07/31/2015, 20% on 07/31/2016 and 20% on 07/31/2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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