

Nill Michael  
 Form 4  
 March 05, 2013

**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 \*  
 Nill Michael

(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)  
 03/01/2013

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 & COO

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 Ownership (Instr. 4) |       |  |  |        |      |  |  |     |     |            |   |  |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|-------|--|--|--------|------|--|--|-----|-----|------------|---|--|
| Common Stock                    | 03/01/2013                           |                                                    | A                              | <table border="0"> <tr> <td>Code</td> <td>V</td> <td>Amount</td> <td>Price</td> </tr> <tr> <td></td> <td></td> <td>10,000</td> <td>\$ 0</td> </tr> <tr> <td></td> <td></td> <td>(1)</td> <td>(2)</td> </tr> </table> | Code                                                                                          | V                                                        | Amount                            | Price |  |  | 10,000 | \$ 0 |  |  | (1) | (2) | 18,631 (3) | D |  |
| Code                            | V                                    | Amount                                             | Price                          |                                                                                                                                                                                                                      |                                                                                               |                                                          |                                   |       |  |  |        |      |  |  |     |     |            |   |  |
|                                 |                                      | 10,000                                             | \$ 0                           |                                                                                                                                                                                                                      |                                                                                               |                                                          |                                   |       |  |  |        |      |  |  |     |     |            |   |  |
|                                 |                                      | (1)                                                | (2)                            |                                                                                                                                                                                                                      |                                                                                               |                                                          |                                   |       |  |  |        |      |  |  |     |     |            |   |  |
| Common Stock                    |                                      |                                                    |                                |                                                                                                                                                                                                                      | 5,933                                                                                         | 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)

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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)  | \$ 89.23                                               | 03/01/2013                           |                                                    | A                              | 40,000                                                                                  | 03/01/2015 <sup>(4)</sup> 03/01/2023                     | Common Stock                                      |
| Common Stock (Restricted)                  | \$ 0                                                   |                                      |                                                    |                                |                                                                                         | 06/01/2011 06/01/2013                                    | Common Stock                                      |
| Common Stock (Restricted)                  | \$ 0                                                   |                                      |                                                    |                                |                                                                                         | 06/01/2012 06/01/2014                                    | Common Stock                                      |
| Common Stock (Restricted)                  | \$ 0                                                   |                                      |                                                    |                                |                                                                                         | 06/01/2013 06/01/2015                                    | Common Stock                                      |
| Non-Qualified Stock Option (right to buy)  | \$ 3.5                                                 |                                      |                                                    |                                |                                                                                         | 11/08/1997 11/08/2021                                    | Common Stock                                      |
| Non-Qualified Stock Option (right to buy)  | \$ 7                                                   |                                      |                                                    |                                |                                                                                         | 11/01/1998 11/01/2022                                    | Common Stock                                      |
| Non-Qualified Stock Option (right to buy)  | \$ 20.42                                               |                                      |                                                    |                                |                                                                                         | 04/25/2008 04/25/2016                                    | 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)  | \$ 18.36                                               |                                      |                                                    |                                |                                                                                         | 03/06/2011 03/06/2019                                    | Common Stock                                      |
| Non-Qualified Stock Option                 | \$ 76.86                                               |                                      |                                                    |                                |                                                                                         | 03/09/2014 03/09/2022                                    | Common Stock                                      |

(right to buy)

## Reporting Owners

| Reporting Owner Name / Address                                        | Relationships |           |                     |       |
|-----------------------------------------------------------------------|---------------|-----------|---------------------|-------|
|                                                                       | Director      | 10% Owner | Officer             | Other |
| Nill Michael<br>2800 ROCKCREEK PARKWAY<br>NORTH KANSAS CITY, MO 64117 |               |           | Exec<br>VP &<br>COO |       |

## Signatures

/s/Tyler Wright, by Power of Attorney  
03/05/2013

\_\_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).
- 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 06/01/2014, 10% on 06/01/2015 and 80% on 06/01/2016.
  - (2) This transaction represents a grant of restricted common stock to the reporting person by the issuer. Therefore, no consideration other than the value of services rendered was paid for the security.
  - (3) Includes 10,000 shares of restricted common stock.
  - (4) Options are exercisable per the following schedule: 40% - 03/01/2015, 20% - 03/01/2016, 20% - 03/01/2017, 20% - 03/01/2018.
  - (5) This transaction represents a grant of options to the reporting person by the issuer. Therefore, no consideration other than the value of services rendered was paid for the security.

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