

CERNER CORP /MO/
Form 4
March 11, 2014

FORM 4

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

OMB APPROVAL

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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 *
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)
03/07/2014

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 & Chief of Staff

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	03/07/2014		A	V Amount 18,000 (1)	(A) or (D) Price \$ 0 (2)	101,004 (3)	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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(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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 60.37	03/07/2014		A	73,000	03/07/2016 ⁽⁴⁾	03/07/2024	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)	\$ 44.615					03/01/2015	03/01/2023	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 38.43					03/09/2014	03/09/2022	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 10.055					03/14/2013	03/14/2018	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 9.18					03/06/2011	03/06/2019	Common Stock
Non-Quallified Stock Option (right to buy)	\$ 7.8513					06/03/2010	06/03/2015	Common Stock
Non-Quallified Stock Option (right to buy)	\$ 10.8775					03/09/2011	03/09/2016	Common Stock
Non-Quallified Stock Option (right to buy)	\$ 13.4525					03/09/2012	03/09/2017	Common Stock

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

03/11/2014

__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).
- 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 06/01/2015, 10% on 06/01/2016 and 80% on 06/01/2017.
 - (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 38,000 shares of restricted common stock.
 - (4) Options are exercisable per the following schedule: 40% - 03/07/2016, 20% - 03/07/2017, 20% - 03/07/2018, 20% - 03/07/2019.
 - (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.

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.