

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)
			Code	V	Amount (D) Price		
Common Stock	07/31/2012		A		10,000 ⁽¹⁾	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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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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