

Nill Michael  
Form 4  
June 03, 2011

**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 PKWY

(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)  
06/01/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
Exec VP & COO

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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)			
			Code	V	Amount or (D) Price					
Common Stock	06/01/2011		J		1,438 <u>(1)</u>	A	\$ 81.9	1,438	D	
Common Stock								2,789.239	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 Amount of Underlying Security (Instr. 3 and 4)	8. Date Exercisable and Expiration Date (Month/Day/Year)	9. Title	10. Amount or Number of Shares
Common Stock (Restricted)	\$ 81.9	06/01/2011		J	2,500 (1)	06/01/2011 <sup>(2)</sup> 06/01/2013	Common Stock		2	
Common Stock (Restricted)	\$ 103.2					06/01/2012 06/01/2014	Common Stock		2	
Non-Qualified Stock Option (right to buy)	\$ 7					11/08/1997 11/08/2021	Common Stock		1	
Non-Qualified Stock Option (right to buy)	\$ 14					11/01/1998 11/01/2022	Common Stock		2	
Non-Qualified Stock Option (right to buy)	\$ 31.405					06/03/2007 06/03/2015	Common Stock		2	
Non-Qualified Stock Option (right to buy)	\$ 40.84					04/25/2008 04/25/2016	Common Stock		2	
Non-Qualified Stock Option (right to buy)	\$ 54.61					04/24/2009 04/24/2017	Common Stock		2	
Non-Qualified Stock Option	\$ 46.32					04/25/2010 04/25/2018	Common Stock		2	
Non-Qualified Stock Option (right to buy)	\$ 36.72					03/06/2011 03/06/2019	Common Stock		2	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Nill Michael  
2800 ROCKCREEK PKWY  
NORTH KANSAS CITY, MO 64117

Exec  
VP &  
COO

## Signatures

/s/Tanya Wilson, by Power of  
Attorney

06/03/2011

\_\_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).
- (1) Vesting and conversion of Performance-Based Restricted Stock grant of 2,500 shares to direct beneficial ownership, net of 1,062 shares withheld for taxes.
- (2) Remaining Performance-Based Restricted Stock grants vest per the following schedule with right to reduce certain shares vesting pursuant to subjective performance criteria: 3,000 on 6/1/2012 19,500 on 6/1/2013

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.