

CERNER CORP /MO/

Form 5

January 14, 2015

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
NAUGHTON MARC G

(Last) (First) (Middle)

2800 ROCKCREEK PARKWAY

(Street)

2. Issuer Name and Ticker or Trading
Symbol

CERNER CORP /MO/ [CERN]

3. Statement for Issuer's Fiscal Year Ended

(Month/Day/Year)

01/03/2015

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 & CFO

6. Individual or Joint/Group Reporting

(check applicable line)

NORTH KANSAS
CITY, MO 64117

(City) (State) (Zip)

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	01/03/2015	Â	J	177 ⁽¹⁾ <u>(2)</u>	A	\$ 61.03 <u>(1)</u> <u>(2)</u>	14,028	I	by 401(k) Plan
Common Stock	Â	Â	Â	Â	Â	Â	80,376 ⁽³⁾	D	Â

Reminder: Report on a separate line for each class of
securities beneficially owned directly or indirectly.**Persons who respond to the collection of information
contained in this form are not required to respond unless
the form displays a currently valid OMB control number.**SEC 2270
(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 Underlying Security (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Common Stock (Restricted)	\$ 0	Â	Â	Â	Â Â	06/01/2013 06/01/2015	Common Stock 8,0
Non-Qualified Stock Option (right to buy)	\$ 44.615	Â	Â	Â	Â Â	03/01/2015 03/01/2023	Common Stock 50,
Non-Qualified Stock Option (right to buy)	\$ 60.37	Â	Â	Â	Â Â	03/07/2016 03/07/2024	Common Stock 44,
Non-Qualified Stock Option (right to buy)	\$ 10.055	Â	Â	Â	Â Â	03/14/2013 03/14/2018	Common Stock 90,
Non-Qualified Stock Option (right to buy)	\$ 9.18	Â	Â	Â	Â Â	03/06/2011 03/06/2019	Common Stock 60,
Non-Qualified Stock Option (right to buy)	\$ 21.3	Â	Â	Â	Â Â	03/12/2012 03/12/2020	Common Stock 60,
Non-Qualified Stock Option (right to buy)	\$ 25.8	Â	Â	Â	Â Â	03/11/2013 03/11/2021	Common Stock 56,
Non-Qualified Stock Option (right to buy)	\$ 38.43	Â	Â	Â	Â Â	03/09/2014 03/09/2022	Common Stock 50,
Non-Qualified Stock Option (right to buy)	\$ 13.4525	Â	Â	Â	Â Â	03/09/2012 03/09/2017	Common Stock 40,
Non-Qualified Stock Option (right to buy)	\$ 1.875	Â	Â	Â	Â Â	02/24/2007 02/24/2022	Common Stock 70,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAUGHTON MARC G 2800 ROCKCREEK PARKWAY NORTH KANSAS CITY, MO 64117	Â	Â	Â Exec. VP & CFO	Â

Signatures

/s/Patricia E. Davies, by Power of
Attorney

01/14/2015

__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).
Represents shares acquired through routine payroll deduction and participation in the issuer's 401(k) plan between 12/29/2013 and
(1) 01/03/2015, at prices ranging from \$54.84 to \$62.11 per share. Balance is based on plan statement as of 01/03/2015. This transaction qualifies as a non-discretionary transaction from a tax-qualified plan.
(2) Full information regarding the number of shares purchased or sold at each separate price will be provided upon request by the Commission staff, Cerner Corporation, or a Cerner shareholder.
(3) Includes 17,500 shares of restricted common stock.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.