

CERNER CORP /MO/

Form 4

June 03, 2016

FORM 4**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).

**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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
NAUGHTON MARC G

(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)
06/01/2016

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 & CFO

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
| Common Stock | 06/01/2016 | | F | (A) or (D) Amount 2,951 (1) Price \$ 55.62 | 88,691 (2) | D | |
| Common Stock | | | | | 14,133 | I | by 401(k) Plan |
| Common Stock | | | | | 2,600 | I | by Spouse |

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**

SEC 1474
(9-02)

displays a currently valid OMB control number.

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 Securities (Instr. 3 and 4) |
|--|--|---|---|--------------------------------------|--|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy) | \$ 44.615 | | | | | 03/01/2015 03/01/2023 | Common Stock 50,000 |
| Non-Qualified Stock Option (right to buy) | \$ 60.37 | | | | | 03/07/2016 03/07/2024 | Common Stock 44,000 |
| Non-Qualified Stock Option (right to buy) | \$ 70.91 | | | | | 03/12/2017 03/12/2025 | Common Stock 44,000 |
| Non-Qualified Stock Option (right to buy) | \$ 54.01 | | | | | 03/11/2018 03/11/2026 | Common Stock 87,500 |
| Non-Qualified Stock Option (right to buy) | \$ 10.055 | | | | | 03/14/2013 03/14/2018 | Common Stock 90,000 |
| Non-Qualified Stock Option (right to buy) | \$ 9.18 | | | | | 03/06/2011 03/06/2019 | Common Stock 60,000 |
| Non-Qualified Stock Option (right to buy) | \$ 21.3 | | | | | 03/12/2012 03/12/2020 | Common Stock 60,000 |
| Non-Qualified Stock Option (right to buy) | \$ 25.8 | | | | | 03/11/2013 03/11/2021 | Common Stock 56,000 |
| Non-Qualified Stock Option (right to buy) | \$ 38.43 | | | | | 03/09/2014 03/09/2022 | Common Stock 50,000 |

| | | | | | |
|--|----------|------------|------------|-----------------|--------|
| Non-Quallified Stock Option (right to buy) | \$ 1.875 | 02/24/2007 | 02/24/2022 | Common Stock | 70,000 |
|--|----------|------------|------------|-----------------|--------|

Reporting Owners

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

Signatures

| | |
|--|------------|
| /s/Patricia E. Davies, by Power of Attorney | 06/03/2016 |
|--|------------|

__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) Shares of common stock withheld to satisfy the tax withholdings for the vesting of 8,850 shares of restricted common stock.
- (2) Includes 15,300 shares of restricted common stock.

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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