

CERNER CORP /MO/
Form 4
February 18, 2010

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 *
TOWNSEND JEFFREY A

(Last) (First) (Middle)
2800 ROCKCREEK PARKWY
(Street)

NORTH KANSASCITY, 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)
02/16/2010

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)
Sr 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 02/16/2010 | | X | | 18,400 | A | \$ 12.5 |
| Common Stock | 02/16/2010 | | X | | 16,700 | A | \$ 12 |
| Common Stock | 02/16/2010 | | S | | 15,400 | D | \$ 78.86 (1) (2) |
| Common Stock | 02/16/2010 | | S | | 19,700 | D | \$ 79.56 (2) (3) |
| | | | | | | | 8,350.47 |
| | | | | | | | I |

Common
Stock

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)

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) | Ar or Nu of |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | |
| Non-Quallified Stock Option (right to buy) | \$ 12.5 | 02/16/2010 | | X | 18,400 | 06/10/2008 06/01/2010 | Common Stock | |
| Non-Quallified Stock Option (right to buy) | \$ 12 | 02/16/2010 | | X | 16,700 | 06/05/2005 06/05/2010 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 40.22 | | | | | 03/14/2013 03/14/2018 | Common Stock | 30 |
| Non-Qualified Stock Option (right to buy) | \$ 36.72 | | | | | 03/06/2011 03/06/2019 | Common Stock | 27 |
| Non-Quallified Stock Option (right to buy) | \$ 7.5 | | | | | 02/24/2007 02/24/2022 | Common Stock | 4 |
| Non-Quallified Stock Option (right to buy) | \$ 10.5 | | | | | 07/14/2007 07/03/2012 | Common Stock | 2 |
| Non-Quallified Stock Option (right to buy) | \$ 12 | | | | | 02/10/2008 02/10/2013 | Common Stock | 1 |
| Non-Quallified Stock Option (right to buy) | \$ 9.3438 | | | | | 06/14/2009 06/14/2011 | Common Stock | 10 |

| | | | | | |
|--|-----------|------------|------------|-----------------|----|
| Non-Quallified Stock Option (right to buy) | \$ 21.645 | 06/14/2006 | 06/14/2011 | Common Stock | 20 |
| Non-Quallified Stock Option (right to buy) | \$ 11.295 | 06/12/2008 | 06/12/2013 | Common Stock | 10 |
| Non-Quallified Stock Option (right to buy) | \$ 18.04 | 09/04/2008 | 09/04/2013 | Common Stock | 10 |
| Non-Quallified Stock Option (right to buy) | \$ 20.99 | 06/03/2009 | 06/03/2014 | Common Stock | 24 |
| Non-Quallified Stock Option (right to buy) | \$ 31.405 | 06/03/2010 | 06/03/2015 | Common Stock | 30 |
| Non-Quallified Stock Option (right to buy) | \$ 43.51 | 03/09/2011 | 03/09/2016 | Common Stock | 23 |
| Non-Quallified Stock Option (right to buy) | \$ 23.115 | 04/05/2007 | 04/05/2012 | Common Stock | 20 |
| Non-Quallified Stock Option (right to buy) | \$ 53.81 | 03/09/2012 | 03/09/2017 | Common Stock | 23 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| TOWNSEND JEFFREY A 2800 ROCKCREEK PARKWY NORTH KANSASCITY, MO 64117 | | | Sr VP & Chief of Staff | |

Signatures

/s/Tanya Wilson, by Power of Attorney
02/18/2010

**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) Price reflects a weighted-average price for the transaction. Sale of shares took place at actual prices ranging from \$78.34 to \$79.34.
- (2) Full information regarding the number of shares purchased or sold at each separate price shall be provided upon request by the Commission staff, Cerner Corporation, or a Cerner shareholder.

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(3) Price reflects a weighted-average price for the transaction. Sale of shares took place at actual prices ranging from \$79.35 to \$79.75.

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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