

Nill Michael
Form 4
June 05, 2012

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 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)

06/01/2012

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 & COO

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	06/01/2012		J		3,453 (1)	A	\$ 0 6,329 D
Common Stock	06/01/2012		J		2,302 (2)	A	\$ 0 8,631 D
Common Stock							5,784.866 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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(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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock (Restricted)	\$ 40.95	06/01/2012		J	6,000 ⁽¹⁾	06/01/2011 06/01/2013	Common Stock	6,000	
Common Stock (Restricted)	\$ 51.6	06/01/2012		J	4,000 ⁽²⁾	06/01/2012 06/01/2014	Common Stock	4,000	
Common Stock (Restricted)	\$ 76.86					06/01/2013 06/01/2015	Common Stock	10,000	
Non-Qualified Stock Option	\$ 23.16					04/25/2010 04/25/2018	Common Stock	50,000	
Non-Qualified Stock Option (right to buy)	\$ 18.36					03/06/2011 03/06/2019	Common Stock	55,000	
Non-Qualified Stock Option (right to buy)	\$ 76.86					03/09/2014 03/09/2022	Common Stock	40,000	
Non-Qualified Stock Option (right to buy)	\$ 3.5					11/08/1997 11/08/2021	Common Stock	2,600	
Non-Qualified Stock Option (right to buy)	\$ 7					11/01/1998 11/01/2022	Common Stock	1,500	
Non-Qualified Stock Option (right to buy)	\$ 15.7025					06/03/2007 06/03/2015	Common Stock	25,000	
Non-Qualified Stock Option (right to buy)	\$ 20.42					04/25/2008 04/25/2016	Common Stock	40,000	

Non-Qualified
 Stock Option \$ 27.305
 (right to buy)

04/24/2009 04/24/2017 Common
 Stock 50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nill Michael 2800 ROCKCREEK PARKWAY NORTH KANSAS CITY, MO 64117			Exec VP & COO	

Signatures

/s/Amy Abrams, by Power of
 Attorney 06/05/2012

__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).
- (1) Vesting of Performance-Based Restricted Stock grant of 6,000 shares to direct beneficial ownership, net of 2,547 shares withheld for taxes, in accordance with Rule 16b-3.
- (2) Vesting of Performance-Based Restricted Stock grant of 4,000 shares to direct beneficial ownership, net of 1,698 shares withheld for taxes, in accordance with Rule 16b-3.

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.