

CERNER CORP /MO/  
Form 5  
January 08, 2014

# FORM 5

**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).  
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

1. 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)  
**12/28/2013**

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**

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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)
Common Stock	12/28/2013	Â	J	247 <sup>(1)</sup> / <sub>(2)</sub> A \$ 43.68 <sup>(1)</sup> / <sub>(2)</sub>	13,851	I	by 401(k) Plan
Common Stock	Â	Â	Â	Â Â Â Â	71,542 <sup>(3)</sup>	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 of 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	9,000
Non-Qualified Stock Option (right to buy)	\$ 44.615	Â	Â	Â	Â Â	03/01/2015 03/01/2023	Common Stock	50,000
Non-Qualified Stock Option (right to buy)	\$ 10.055	Â	Â	Â	Â Â	03/14/2013 03/14/2018	Common Stock	90,000
Non-Qualified Stock Option (right to buy)	\$ 9.18	Â	Â	Â	Â Â	03/06/2011 03/06/2019	Common Stock	60,000
Non-Qualified Stock Option (right to buy)	\$ 21.3	Â	Â	Â	Â Â	03/12/2012 03/12/2020	Common Stock	60,000
Non-Qualified Stock Option (right to buy)	\$ 25.8	Â	Â	Â	Â Â	03/11/2013 03/11/2021	Common Stock	56,000
Non-Qualified Stock Option (right to buy)	\$ 38.43	Â	Â	Â	Â Â	03/09/2014 03/09/2022	Common Stock	50,000
Non-Quallified Stock Option (right to buy)	\$ 13.4525	Â	Â	Â	Â Â	03/09/2012 03/09/2017	Common Stock	40,000
Non-Quallified Stock Option (right to buy)	\$ 1.875	Â	Â	Â	Â Â	02/24/2007 02/24/2022	Common Stock	70,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

	Director	10% Owner	Officer	Other
NAUGHTON MARC G			Â Exec.	
2800 ROCKCREEK PARKWAY	Â	Â	VP &	Â
NORTH KANSAS CITY,Â MOÂ 64117			CFO	

## Signatures

/s/Patricia E. Davies, by Power of Attorney  
01/08/2014

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) Represents shares purchased through the issuer's 401(k) trust between 12/30/2012 and 12/28/2013, at prices ranging from \$40.04 to \$46.76 per share. Balance is based on plan statement as of 12/28/2013.
- (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.
- (3) Includes 10,000 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.