

BURKE ZANE M
Form 4
September 10, 2018

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 *
BURKE ZANE M

2. Issuer Name and Ticker or Trading Symbol
CERNER CORP /MO/ [CERN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2800 ROCKCREEK PARKWAY

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/06/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President

NORTH KANSAS
CITY, MO 64117

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 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 or Price | | | | | |
| Common Stock | 09/06/2018 | | M | | 82,080 | A | \$ 0 | 82,080 | D | |
| Common Stock | 09/06/2018 | | F | | 37,141 (1) | D | \$ 64.89 | 44,939 | D | |
| Common Stock | | | | | | | | 13,290 | 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 Underlying Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Restricted Stock Units | \$ 0 | 09/06/2018 | | M | 70,400 | <u>(2)</u> | <u>(2)</u> | Common Stock |
| Restricted Stock Units | \$ 0 | 09/06/2018 | | M | 11,680 | <u>(2)</u> | <u>(2)</u> | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 60.37 | | | | | 03/07/2016 ⁽²⁾ | 03/07/2024 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 70.91 | | | | | 03/12/2017 ⁽²⁾ | 03/12/2025 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 54.01 | | | | | 03/11/2018 ⁽²⁾ | 03/11/2026 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 55.74 | | | | | 03/03/2019 ⁽²⁾ | 03/03/2027 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 62.94 | | | | | 03/02/2020 ⁽²⁾ | 03/02/2028 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| BURKE ZANE M 2800 ROCKCREEK PARKWAY NORTH KANSAS CITY, MO 64117 | | | President | |

Signatures

/s/Shane M. Dawson, by Power of
Attorney

09/10/2018

__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 withheld to satisfy the tax withholdings for the vesting of restricted stock units.
 - (2) On September 6, 2018, Mr. Burke became fully vested in all outstanding stock options and restricted stock units as part of the terms of a Separation Agreement entered into with Cerner Corporation.

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.