

ILLIG CLIFFORD W
Form 4
November 08, 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 *
ILLIG CLIFFORD W

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)
11/07/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Chairman

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

NORTH KANSAS
CITY, MO 64117

(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	(A) or (D)	Price
Common Stock	11/07/2012		J(1)(2)		803,443	D	<u>(1)</u> <u>(2)</u> 6,713,740
Common Stock					54,000	I	By Trust as Co-Trustee
Common Stock					54,000	I	By Trust as Co-Trustee
Common Stock					36,014.205	I	by 401(k) Plan
Common Stock					782,668	I	By spouse

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

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(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 Underlying (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Variable Prepaid Forward Contract	(1) (2)	11/07/2012		J(1)(2)	1,000,000	11/07/2012	11/07/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 20.11					03/14/2013	03/14/2018	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 18.36					03/06/2011	03/06/2019	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 42.6					03/12/2012	03/12/2020	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 51.6					03/11/2013	03/11/2021	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 76.86					03/09/2014	03/09/2022	Common Stock
Non-Quallified Stock Option (right to buy)	\$ 26.905					03/09/2012	03/09/2017	Common Stock
Non-Quallified Stock Option (right to buy)	\$ 7.4063					06/28/2003	06/28/2020	Common Stock
Non-Quallified Stock Option (right to buy)	\$ 5.6475					06/12/2006	06/12/2013	Common Stock
	\$ 9.02					09/04/2008	09/04/2013	

Non-Quallified Stock Option (right to buy)					Common Stock
Non-Quallified Stock Option (right to buy)	\$ 10.495		06/03/2009	06/03/2014	Common Stock
Non-Quallified Stock Option (right to buy)	\$ 15.7025		06/03/2010	06/03/2015	Common Stock
Non-Quallified Stock Option (right to buy)	\$ 21.755		03/09/2011	03/09/2016	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ILLIG CLIFFORD W 2800 ROCKCREEK PARKWAY NORTH KANSAS CITY, MO 64117	X		Vice Chairman	

Signatures

/s/Amy Abrams, by Power of
Attorney

11/08/2012

**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).
- On November 7, 2012, the reporting person settled a variable prepaid forward contract ("VPFC") that had been entered into pursuant to a letter agreement dated November 9, 2009, as amended, with an unaffiliated third party. Under the terms of the VPFC, at maturity the
- (1) reporting person was obligated to deliver to the third party up to 1,000,000 shares of Cerner Corporation common stock, the precise amount being dependent on the market price at maturity. Information regarding the terms of the VPFC were disclosed as part of the reporting person's Form 4 filing on November 9, 2009.
 - (2) Because of the closing of the U.S. stock markets caused by Hurricane Sandy, the maturity date was extended to November 7, 2012. On November 7, 2012, the final valuation (which is calculated as the volume weighted average price per share on each of the 6 scheduled trading days starting on October 30, 2012) was \$78.24 and, accordingly, the reporting person delivered 803,443 shares of Cerner Corporation common stock to the third party.

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.