

Nill Michael
Form 4
June 03, 2010

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 PKWY
(Street)

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)
06/01/2010

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)
Exec VP & Chief Engineering Of

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)
Common Stock				(A) or (D) Price	2,701.899	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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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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
Common Stock (Restricted)	\$ 81.9	06/01/2010		J	25,000 <u>(1)</u>	06/01/2011 ⁽²⁾	06/01/2013	Common Stock
Non-Qualified Stock Option	\$ 46.32					04/25/2010	04/25/2018	Common Stock
Non-Qualified Stock Option	\$ 23.115					04/05/2004	04/05/2012	Common Stock
Non-Qualified Stock Option	\$ 7.5938					11/05/2000	11/05/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 7					11/08/1997	11/08/2021	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14					11/01/1998	11/01/2022	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 11.295					06/12/2005	06/12/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 20.99					06/03/2006	06/03/2014	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 31.405					06/03/2007	06/03/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 40.84					04/25/2008	04/25/2016	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 54.61					04/24/2009	04/24/2017	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 36.72					03/06/2011	03/06/2019	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nill Michael 2800 ROCKCREEK PKWY KANSAS CITY, MO 64117			Exec VP & Chief Engineering Of	

Signatures

/s/Tanya Wilson, by Power of Attorney
06/03/2010

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) Issuance of Restricted Stock Grant pursuant to Performance-Based Restricted Stock Agreement.
- (2) Issuance of restricted stock grants vest per the following schedule with right to reduce certain shares vesting pursuant to subjective performance criteria: 2,500 on 6/1/2011 3,000 on 6/1/2012 19,500 on 6/1/2013

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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