

CERNER CORP /MO/

Form 4

March 07, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ILLIG CLIFFORD W

(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)
03/03/2017

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)

Vice Chairman

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	75,257	I	by 401(k) Plan
Common Stock					1,229,719 ⁽¹⁾	D	
Common Stock					782,668	I	By spouse
Common Stock					95,000	I	By Trust as Co-Trustee
Common Stock					108,000	I	By Trust as Co-Trustee

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Common Stock	11,840,409 <u>(1)</u>	I	by Revocable Trust
Common Stock	392,668 <u>(2)</u>	I	By Trust as Co-Trustee
Common Stock	392,664 <u>(2)</u>	I	By Trust as Co-Trustee

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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Underlying Security
Non-Qualified Stock Option (right to buy)	\$ 55.74	03/03/2017		A		30,000		03/03/2019 ⁽³⁾	03/03/2027	Common Stock	
Restricted Stock Units	\$ 0 ⁽⁵⁾	03/03/2017		A		1,000 ⁽⁵⁾		03/05/2018	03/05/2018	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 10.055							03/14/2013	03/14/2018	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 9.18							03/06/2011	03/06/2019	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 21.3							03/12/2012	03/12/2020	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 25.8							03/11/2013	03/11/2021	Common Stock	
	\$ 38.43							03/09/2014	03/09/2022		

Non-Qualified Stock Option (right to buy)				Common Stock
Non-Qualified Stock Option (right to buy)	\$ 44.615	03/01/2015	03/01/2023	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 60.37	03/07/2016	03/07/2024	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 70.91	03/12/2017	03/12/2025	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 54.01	03/11/2018	03/11/2026	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/Patricia E. Davies, by Power of
Attorney 03/07/2017

__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) A portion of the reporting person's beneficial ownership (5,422,673 shares) has been incorrectly reported as held "Direct" and is now reported as held "by Revocable Trust." The total beneficial ownership is not affected by the reclassification.
 - (2) Includes 1,332 shares inherited by the trust in which the reporting person is a Co-Trustee, which were inadvertently omitted due to administrative error. The acquisition of such shares was exempt pursuant to Rule 16b-5.
 - (3) Options are exercisable per the following schedule: 40% - 03/03/2019, 20% - 03/03/2020, 20% - 03/03/2021, 20% - 03/03/2022.
 - (4) This transaction represents a grant of options to the reporting person by the issuer. Therefore, no consideration other than the value of services rendered was paid for the security.
 - (5) Each restricted stock unit represents a contingent right to receive one share of Cerner Corporation common stock. The restricted stock units are eligible for vesting on 03/05/2018.
 - (6) This transaction represents a grant of restricted stock units to the reporting person by the issuer. Therefore, no consideration other than the value of services rendered was paid for the security.

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.