

ILLIG CLIFFORD W
Form 5
February 11, 2011

FORM 5

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

OMB APPROVAL

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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 *
ILLIG CLIFFORD W

(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)
01/01/2011

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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|-------------------|--|--|---|
| | | | | Amount | (A) or (D) Price | | | |
| Common Stock | 12/31/2010 | ^ | I | 342.54 (1) | A \$ 95.31 (1) | 17,719.602 (1) | I | by 401(k) Plan |
| Common Stock | ^ | ^ | ^ | ^ | ^ ^ | 3,977,076 | D | ^ |
| Common Stock | ^ | ^ | ^ | ^ | ^ ^ | 391,334 | I | By spouse |
| Common Stock | ^ | ^ | ^ | ^ | ^ ^ | 27,000 | I | By Trust as Co-Trustee |

| | | | | | | | | | | |
|--|-----------|---|---|---|---|---|------------|------------|-----------------|-----|
| Non-Quallified Stock Option (right to buy) | \$ 20.99 | Â | Â | Â | Â | Â | 06/03/2009 | 06/03/2014 | Common Stock | 20 |
| Non-Quallified Stock Option (right to buy) | \$ 31.405 | Â | Â | Â | Â | Â | 06/03/2010 | 06/03/2015 | Common Stock | 10 |
| Non-Quallified Stock Option (right to buy) | \$ 43.51 | Â | Â | Â | Â | Â | 03/09/2011 | 03/09/2016 | Common Stock | 10 |
| Variable Prepaid Forward Contract | Â | Â | Â | Â | Â | Â | Â (2) | Â (2) | Common Stock | 500 |

Reporting Owners

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

Signatures

/s/Crystal Spoor, by Power of Attorney
Date: 02/11/2011

**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 1/8/2010 and 12/24/2010, at prices ranging from \$74.37 to \$95.31 per share. Balance is based on plan statement as of 12/31/2010.
- (2) Information disclosed as part of Form 4 filing on 11/9/2009.

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.