

Nill Michael
 Form 5
 February 10, 2012

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 *
 Nill Michael

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Exec VP & COO

(Last) (First) (Middle)
 2800 ROCKCREEK PKWY
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2011

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

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)	(A) or (D)	Amount	Price	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)
Common Stock	12/31/2011	Â	J	206,388	A	<u>(1)</u>	\$ 50.79 <u>(1)</u>	5,784.866	I	by 401(k) Plan
Common Stock	Â	Â	Â	Â	Â	Â	Â	2,876	D	Â

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

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SEC 2270 (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 Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
					(A) (D)	Date Exercisable	Expiration Date	Title	
Common Stock (Restricted)	\$ 40.95	Â	Â	Â	Â Â	06/01/2011	06/01/2013	Common Stock	45,000
Common Stock (Restricted)	\$ 51.6	Â	Â	Â	Â Â	06/01/2012	06/01/2014	Common Stock	40,000
Non-Qualified Stock Option (right to buy)	\$ 23.16	Â	Â	Â	Â Â	04/25/2010	04/25/2018	Common Stock	50,000
Non-Qualified Stock Option (right to buy)	\$ 18.36	Â	Â	Â	Â Â	03/06/2011	03/06/2019	Common Stock	55,000
Non-Qualified Stock Option (right to buy)	\$ 3.5	Â	Â	Â	Â Â	11/08/1997	11/08/2021	Common Stock	2,600
Non-Qualified Stock Option (right to buy)	\$ 7	Â	Â	Â	Â Â	11/01/1998	11/01/2022	Common Stock	1,500
Non-Qualified Stock Option (right to buy)	\$ 15.7025	Â	Â	Â	Â Â	06/03/2007	06/03/2015	Common Stock	50,000
Non-Qualified Stock Option (right to buy)	\$ 20.42	Â	Â	Â	Â Â	04/25/2008	04/25/2016	Common Stock	40,000
Non-Qualified Stock Option (right to buy)	\$ 27.305	Â	Â	Â	Â Â	04/24/2009	04/24/2017	Common Stock	50,000

