

SIMS RANDY D  
Form 5  
February 11, 2011

**FORM 5**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
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 \*  
SIMS RANDY D

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)  
VP, Chief Legal Off & Secretar

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
01/01/2011

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)	Amount (A) or (D)	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	12/31/2010	Â	I		81.72 <u>(1)</u>	\$ 90.06 <u>(1)</u>	81.72 <u>(1)</u>	I	by 401(k) Plan
Common Stock	11/09/2010	Â	G		200	\$ 0	2,808.935	I	by ASPP account
Common Stock	12/06/2010	Â	I		2,808 <u>(2)</u>	\$ 0	0.935	I	by ASPP account
Common Stock	12/31/2010	Â	I		299.83 <u>(3)</u>	\$ 72.3 <u>(3)</u>	300.765	I	by ASPP account

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Common Stock    12/06/2010    Â    I    2,808    A    \$ 0    3,408    D    Â

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 Amount of Underlying Security (Instr. 3 and 4)
					(A) (D)	Date Exercisable    Expiration Date	Title    Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 40.22	Â	Â	Â	Â    Â	03/14/2013    03/14/2018	Common Stock    15,
Non-Qualified Stock Option (right to buy)	\$ 36.72	Â	Â	Â	Â    Â	03/06/2011    03/06/2019	Common Stock    15,
Non-Qualified Stock Option (right to buy)	\$ 85.2	Â	Â	Â	Â    Â	03/12/2012    03/12/2020	Common Stock    12,
Non-Quallified Stock Option (right to buy)	\$ 53.81	Â	Â	Â	Â    Â	03/09/2012    03/09/2017	Common Stock    15,
Non-Quallified Stock Option (right to buy)	\$ 43.51	Â	Â	Â	Â    Â	03/09/2011    03/09/2016	Common Stock    17,
Non-Quallified Stock Option (right to buy)	\$ 6.625	Â	Â	Â	Â    Â	03/24/2007    03/24/2022	Common Stock    27,
Non-Quallified Stock Option (right to buy)	\$ 31.405	Â	Â	Â	Â    Â	06/03/2010    06/03/2015	Common Stock    15,

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SIMS RANDY D 2800 ROCKCREEK PARKWAY NORTH KANSAS CITY, MO 64117	À	À	À VP, Chief Legal Off & Secretar	À

## Signatures

/s/Crystal Spoor, by Power of Attorney 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 5/28/2010, at prices ranging from \$76.57 to \$90.06 per share. Balance is based on plan statement as of 12/31/2010.
- (2) Represents transfer of stock from Indirect Ownership Interest into the reporting person's Direct Ownership Interest.
- (3) Represents shares purchased through the associate stock purchase plan (ASPP), at prices ranging from \$64.51 to \$72.30 per share. Shares are purchased at a 15% discount on the last day of the purchase period.

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.