

CERNER CORP /MO/  
Form 4  
May 16, 2008

**FORM 4**

**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).

**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 \*  
NAUGHTON MARC G

(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)  
05/15/2008

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)  
Sr. VP & CFO

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)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	05/15/2008		X			10,000	A	\$ 14.125	24,568	D	
Common Stock	05/15/2008		S			500	D	\$ 47.24	24,068	D	
Common Stock	05/15/2008		S			100	D	\$ 47.2325	23,968	D	
Common Stock	05/15/2008		S			818	D	\$ 47.23	23,150	D	
Common Stock	05/15/2008		S			100	D	\$ 47.225	23,050	D	

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Common Stock	05/15/2008	S	500	D	\$ 47.22	22,550	D	
Common Stock	05/15/2008	S	1,100	D	\$ 47.21	21,450	D	
Common Stock	05/15/2008	S	2,400	D	\$ 47.2	19,050	D	
Common Stock	05/15/2008	S	800	D	\$ 47.19	18,250	D	
Common Stock	05/15/2008	S	800	D	\$ 47.18	17,450	D	
Common Stock	05/15/2008	S	1,700	D	\$ 47.17	15,750	D	
Common Stock	05/15/2008	S	600	D	\$ 47.16	15,150	D	
Common Stock	05/15/2008	S	382	D	\$ 47.15	14,768	D	
Common Stock	05/15/2008	S	100	D	\$ 47.14	14,668	D	
Common Stock	05/15/2008	S	100	D	\$ 47.13	14,568	D	
Common Stock						2,786.7295	I	by Trust

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Non-Quallified Stock Option	\$ 14.125	05/15/2008		X	10,000	01/22/2001	05/22/2008	Common Stock	10

(right to buy)						
Non-Qualified Stock Option (right to buy)	\$ 40.22	03/14/2013	03/14/2018	Common Stock	2	
Non-Quallified Stock Option (right to buy)	\$ 53.81	03/09/2012	03/09/2017	Common Stock	20	
Non-Quallified Stock Option (right to buy)	\$ 43.51	03/09/2011	03/09/2016	Common Stock	20	
Non-Quallified Stock Option (right to buy)	\$ 20.99	06/03/2009	06/03/2014	Common Stock	4	
Non-Quallified Stock Option (right to buy)	\$ 23.115	04/05/2007	04/05/2012	Common Stock	20	
Non-Quallified Stock Option (right to buy)	\$ 21.645	06/14/2006	06/14/2011	Common Stock	10	
Non-Quallified Stock Option (right to buy)	\$ 31.405	06/03/2010	06/03/2015	Common Stock	23	
Non-Quallified Stock Option (right to buy)	\$ 8.52	05/05/2004	05/05/2009	Common Stock	1	
Non-Quallified Stock Option (right to buy)	\$ 7.5	02/24/2007	02/24/2022	Common Stock	20	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAUGHTON MARC G 2800 ROCKCREEK PARKWAY NORTH KANSAS CITY, MO 64117			Sr. VP & CFO	

## Signatures

/s/Mary Blair, by Power of Attorney  
05/16/2008

\*\*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) Exercise of options and sale of converted options with respect to options expiring May 22, 2008.

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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