

NAUGHTON MARC G

Form 4

April 30, 2019

**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 \*  
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)  
04/29/2019

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_\_ Other (specify  
below) below)

Exec. VP &amp; CFO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock					14,490	I	by 401(k) Plan
Common Stock					84,898	D	
Common Stock					2,600	I	by Spouse

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form**

SEC 1474  
(9-02)

**displays a currently valid OMB control number.**

**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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Restricted Stock Units	\$ 0	04/29/2019		A	20,906 (1)	04/29/2020 04/29/2022	Common Stock	20
Non-Qualified Stock Option (right to buy)	\$ 44.615					03/01/2015 03/01/2023	Common Stock	50
Non-Qualified Stock Option (right to buy)	\$ 60.37					03/07/2016 03/07/2024	Common Stock	44
Non-Qualified Stock Option (right to buy)	\$ 70.91					03/12/2017 03/12/2025	Common Stock	44
Non-Qualified Stock Option (right to buy)	\$ 54.01					03/11/2018 03/11/2026	Common Stock	88
Non-Qualified Stock Option (right to buy)	\$ 55.74					03/03/2019 03/03/2027	Common Stock	88
Non-Qualified Stock Option (right to buy)	\$ 25.8					03/11/2013 03/11/2021	Common Stock	50
Non-Qualified Stock Option (right to buy)	\$ 38.43					03/09/2014 03/09/2022	Common Stock	50
Non-Qualified Stock Option (right to buy)	\$ 62.94					03/02/2020 03/02/2028	Common Stock	73
Non-Quallified Stock Option (right to buy)	\$ 1.875					02/24/2007 02/24/2022	Common Stock	70

Restricted Stock Units	\$ 0	09/01/2019	09/01/2019	Common Stock	4
Restricted Stock Units	\$ 0	03/02/2021	03/02/2021	Common Stock	8

## Reporting Owners

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

## Signatures

/s/ Shane M. Dawson, by Power of Attorney 04/30/2019

\_\_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).

- Each restricted stock unit represents a contingent right to receive one share of Cerner Corporation common stock. The restricted stock
- (1) units are eligible for vesting, per the following schedule: 6,968 on 04/29/2020, 6,969 on 04/29/2021 and 6,969 on 04/29/2022, subject to continued employment through the respective vesting dates.
  - (2) 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.

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