

Nill Michael
Form 4
March 10, 2009

FORM 4

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

OMB APPROVAL

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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 *
Nill Michael

(Last) (First) (Middle)

2800 ROCKCREEK PKWY

(Street)

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)
03/06/2009

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 below) ___ Other (specify below)
Exec VP & Chief Engineering Of

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Price | | | |
| Common Stock | | | | | 0 | D | |
| Common Stock | | | | | 2,576.144 | I | by managed account |

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

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy) | \$ 36.72 | 03/06/2009 | | A | 27,500 (1) | 03/06/2011 03/06/2019 | Common Stock 27 |
| Non-Qualified Stock Option | \$ 7.5938 | | | | | 11/05/2000 11/05/2011 | Common Stock 1, |
| Non-Qualified Stock Option | \$ 23.115 | | | | | 04/05/2004 04/05/2012 | Common Stock 6, |
| Non-Qualified Stock Option | \$ 46.32 | | | | | 04/25/2010 04/25/2018 | Common Stock 25 |
| Non-Qualified Stock Option (right to buy) | \$ 11.295 | | | | | 06/12/2005 06/12/2013 | Common Stock 2, |
| Non-Qualified Stock Option (right to buy) | \$ 20.99 | | | | | 06/03/2006 06/03/2014 | Common Stock 15 |
| Non-Qualified Stock Option (right to buy) | \$ 31.405 | | | | | 06/03/2007 06/03/2015 | Common Stock 25 |
| Non-Qualified Stock Option (right to buy) | \$ 40.84 | | | | | 04/25/2008 04/25/2016 | Common Stock 20 |
| Non-Qualified Stock Option (right to buy) | \$ 54.61 | | | | | 04/24/2009 04/24/2017 | Common Stock 25 |
| Non-Qualified Stock Option (right to buy) | \$ 9.3438 | | | | | 06/14/2000 06/14/2011 | Common Stock 2, |
| Non-Qualified Stock Option (right to buy) | \$ 7 | | | | | 11/08/1998 10/21/2010 | Common Stock 2, |
| Non-Qualified Stock Option | \$ 21.645 | | | | | 06/14/2003 06/14/2011 | Common Stock 1, |

| | | | | | |
|---|---------|--|------------|------------|--------------------|
| (right to buy) | | | | | |
| Non-Qualified Stock Option (right to buy) | \$ 7 | | 11/08/1997 | 11/08/2021 | Common Stock 1, |
| Non-Qualified Stock Option (right to buy) | \$ 14 | | 11/01/1998 | 11/01/2022 | Common Stock 7 |
| Non-Qualified Stock Option (right to buy) | \$ 10.5 | | 11/11/1999 | 11/11/2010 | Common Stock 5 |
| Non-Qualified Stock Option (right to buy) | \$ 12.5 | | 06/10/1999 | 06/10/2010 | Common Stock 4, |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Nill Michael 2800 ROCKCREEK PKWY KANSAS CITY, MO 64117 | | | Exec VP & Chief Engineering Of | |

Signatures

/s/Mark Fehling, by Power of Attorney 03/10/2009

__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) Options are exercisable per the following schedule: 40% - 3/6/2011, 20% - 3/6/2012, 20% - 3/6/2013, 20% - 3/6/2014.

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