

Battaglioli Michael R.
Form 5
January 18, 2019

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 *
Battaglioli Michael R.

(Last) (First) (Middle)

2800 ROCKCREEK PKWY

(Street)

NORTH KANSAS
CITY, MO 64117

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/29/2018

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)
VP & Chief Accounting Officer

6. Individual or Joint/Group Reporting

(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 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	12/29/2018	^	J ⁽¹⁾	102 A	62.45 \$ (1) (2)	2,697 I	by 401(k) Plan
Common Stock	^	^	^	^ ^ ^ ^	226	D	^

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)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 38.43	Â	Â	Â	Â	03/09/2014	03/09/2022	Common Stock	8,0
Non-Qualified Stock Option (right to buy)	\$ 44.615	Â	Â	Â	Â	03/01/2015	03/01/2023	Common Stock	10,0
Non-Qualified Stock Option (right to buy)	\$ 60.37	Â	Â	Â	Â	03/07/2016	03/07/2024	Common Stock	8,5
Non-Qualified Stock Option (right to buy)	\$ 70.91	Â	Â	Â	Â	03/12/2017	03/12/2025	Common Stock	8,5
Non-Qualified Stock Option (right to buy)	\$ 54.01	Â	Â	Â	Â	03/11/2018	03/11/2026	Common Stock	10,0
Non-Qualified Stock Option (right to buy)	\$ 55.74	Â	Â	Â	Â	03/03/2019	03/03/2027	Common Stock	10,0
Non-Qualified Stock Option (right to buy)	\$ 62.94	Â	Â	Â	Â	03/02/2020	03/02/2028	Common Stock	7,4
Restricted Stock Units	\$ 0	Â	Â	Â	Â	03/02/2021	03/02/2021	Common Stock	88

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Battaglioli Michael R. 2800 ROCKCREEK PKWY	Â	Â	Â VP & Chief Accounting Officer	Â

NORTH KANSAS CITY, MO 64117

Signatures

/s/ Shane M. Dawson, by Power of
Attorney

01/18/2019

__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).

Represents shares acquired through routine payroll deduction and participation in the issuer's 401(k) plan between 12/31/2017 and
(1) 12/29/2018, at prices ranging from \$56.86 to \$72.92 per share. Balance is based on plan statement as of 12/29/2018. This transaction qualifies as a non-discretionary transaction from a tax-qualified plan.

(2) Full information regarding the number of shares acquired at each separate price will be provided upon request by the Commission staff, Cerner Corporation, or a Cerner shareholder.

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. **(d)** "Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8); **(e)** "An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E); **(f)** "An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F); **(g)** "A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G); **(h)** "A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); **(i)** "A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3); **(j)** "Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Not applicable.

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Item 4. Ownership.

(a) Amount beneficially owned:

37,787,905 shares

(b) Percent of class:

11.6% (based on 325,076,811 common shares outstanding as of September 30, 2014, as reported on the Form 6-K filed by the issuer on November 28, 2014)

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote

0

(ii) Shared power to vote or to direct the vote

37,787,905 shares*

(iii) Sole power to dispose or to direct the disposition of

0

(iv) Shared power to dispose or to direct the disposition of

37,787,905 shares*

* The family trust that is the ultimate beneficial owner of Morningside Technology Investments Limited is controlled by a board of trustees.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following " .

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

N/A

Explanation of Responses:

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

N/A

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Item 8. Identification and Classification of Members of the Group.

N/A

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certification.

By signing below each of the undersigned certifies that, to the best of its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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Signature

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: February 13, 2015

**Morningside Technology Investments
Limited**

/s/ Louise Mary Garbarino
Louise Mary Garbarino, Authorized Signatory

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