

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0362
Estimated average burden hours per response:	1.0

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

- 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.

1. Name and Address of Reporting Person* <b>NAUGHTON MARC G</b>  (Last) (First) (Middle) <b>2800 ROCKCREEK PARKWAY</b>  (Street) <b>NORTH KANSAS CITY MO 64117</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>CERNER Corp [ CERN ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)  <b>Exec. VP &amp; CFO</b>
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <b>12/31/2020</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)
				Amount	(A) or (D)	Price			
Common Stock	12/31/2020		J <sup>(1)</sup>	296	A	\$74.23 <sup>(1)(2)</sup>	14,997	I	by 401(k) Plan
Common Stock	12/23/2020		G <sup>(3)</sup>	83,148	D	\$0.00	6,070	D	
Common Stock							2,600	I	by Spouse

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					
Non-Qualified Stock Option (right to buy)	\$44.615						03/01/2015	03/01/2023	Common Stock	50,000	50,000	D	
Non-Qualified Stock Option (right to buy)	\$60.37						03/07/2016	03/07/2024	Common Stock	44,000	44,000	D	
Non-Qualified Stock Option (right to buy)	\$70.91						03/12/2017	03/12/2025	Common Stock	44,000	44,000	D	
Non-Qualified Stock Option (right to buy)	\$54.01						03/11/2018	03/11/2026	Common Stock	87,500	87,500	D	
Non-Qualified Stock Option (right to buy)	\$55.74						03/03/2019	03/03/2027	Common Stock	87,500	87,500	D	
Non-Qualified Stock Option (right to buy)	\$62.94						03/02/2020	03/02/2028	Common Stock	73,100	73,100	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$0.00						03/02/2021	03/02/2021	Common Stock	8,750		8,750	D	
Restricted Stock Units	\$0.00						04/29/2020	04/29/2022	Common Stock	13,938		13,938	D	
Restricted Stock Units	\$0.00						04/29/2022	04/29/2022	Common Stock	6,968		6,968	D	
Restricted Stock Units	\$0.00						04/30/2021	04/28/2023	Common Stock	20,501		20,501	D	

**Explanation of Responses:**

1. Represents shares acquired through routine payroll deduction and participation in the issuer's 401(k) plan between 12/29/2019 and 12/31/2020, at prices ranging from \$69.26 to \$78.97 per share. Balance is based on plan statement as of 12/31/2020. This transaction qualifies as a nondiscretionary 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.
3. Represents a transaction in connection with the reporting person's estate planning activities.

**Remarks:**

/s/ Shane M. Dawson, by 02/12/2021  
Power of Attorney

\*\* Signature of Reporting Person      Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**