




**Cerner Corporation**

**CERN NASDAQ**

**Advanced Medical Equipment**

Market Capitalization USD: **\$11,583.49 mm**

**CONCERN LEVEL: LOW**

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

**CEO: Neal L. Patterson**

**Age: 62**

**CEO Since: 1987**

	2009	2010	2011
<b>Base Salary</b>	\$940,000	\$1,005,385	\$1,025,000
<b>Discretionary Bonus</b>	\$0	\$0	\$0
<b>Annual Cash Incentive</b>	\$807,750	\$1,263,450	\$1,618,750
<b>Benefits and Perquisites</b>	\$120,147	\$121,777	\$122,412
<b>TOTAL ANNUAL COMPENSATION</b>	<b>\$1,867,897</b>	<b>\$2,390,612</b>	<b>\$2,766,162</b>
<b>Increase in Post-Retirement Benefits</b>	\$0	\$0	\$0
<b>Stock Option Awards</b>	\$1,451,835	\$2,693,424	\$2,829,228
<b>Stock Awards</b>	\$0	\$0	\$0
<b>TOTAL COMPENSATION</b>	<b>\$3,319,732</b>	<b>\$5,084,036</b>	<b>\$5,595,390</b>
<b>Median of Other Named Executive Officers Total Compensation</b>	\$1,154,009	\$2,560,511	\$2,601,788
<b>Value Realized on Exercise of Stock Option</b>	\$0	\$0	\$9,602,040
<b>Value Realized on Vesting of Stock</b>	\$0	\$0	\$0
<b>TOTAL REALIZED EQUITY COMPENSATION</b>	<b>\$0</b>	<b>\$0</b>	<b>\$9,602,040</b>

**Proxy Date:** 9 Apr 2012

**Annual Meeting Date:** 18 May 2012

**Equity Reserves:** 13.46%

**Stock Option Run Rate:** 0.87%

# Cerner Corporation

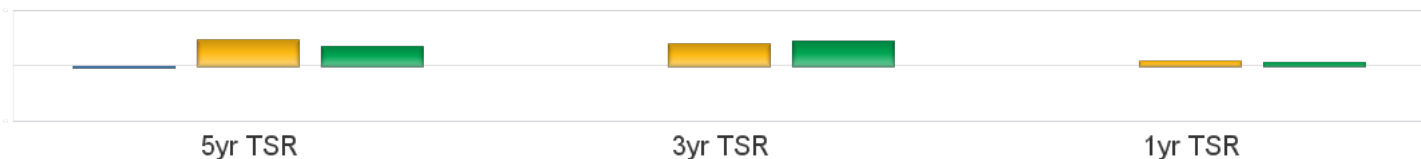
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## Performance Comparison

■ S&P500 ■ Industry ■ CERN



## Peer Comparisons (TRBC) =Advanced Medical Equipment

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
<b>CERN</b>	<b>Cerner Corporation</b>	<b>\$3,319,732</b>	<b>\$5,084,036</b>	<b>\$5,595,390</b>	<b>\$11,583,486,413</b>
TMO	Thermo Fisher Scientific Inc.	\$1,708,729	\$2,761,689		\$19,404,224,211
ISRG	Intuitive Surgical, Inc.	\$4,180,542	\$5,050,593	\$4,548,559	\$14,237,201,503
STJ	St. Jude Medical, Inc.	\$7,938,920	\$9,437,470	\$6,573,283	\$11,924,724,318
BSX	Boston Scientific Corporation	\$13,705,831	\$4,916,534	\$2,655,897	\$9,046,266,514
EW	Edwards Lifesciences Corporation	\$5,708,680	\$5,777,636	\$6,209,665	\$8,194,000,454
WAT	Waters Corporation	\$1,010,393	\$2,442,165	\$2,646,730	\$6,896,369,926

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

### Pay Peer Group

Acxiom Corporation, Allscripts Healthcare Solutions, Inc., Autodesk, Inc., BMC Software, Inc., CACI International, Inc., Cadence Design Systems, Inc., Citrix Systems, Inc., Cognizant Technology Solutions Corporation, Compuware Corporation, DST Systems, Inc., Intuit, Inc., Lender Processing Services, Inc., McAfee, Inc., MICROS Systems, Inc., Parametric Technology Corporation, Salesforce.com, Inc., SXC Health Solutions Corp., Synopsys, Inc., Teradata Corporation, Total Systems Services, Verisign, Inc., VMWare, Inc.

### Performance Peer Group

NA

## COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Linda M. Dillman	Chairman	55	Female	2	Outside
Denis A. Cortese	Member	68	Male	1	Outside
Gerald E. Bisbee	Member	69	Male	24	Outside Related
John C. Danforth	Member	75	Male	7	Outside
William B. Neaves	Member	68	Male	11	Outside Related
William D. Zollars	Member	64	Male	7	Outside

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