

TEBBE MARK  
Form 4  
April 18, 2011

**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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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**TEBBE MARK**

(Last) (First) (Middle)

**C/O ANSWERS  
CORPORATION, 237 WEST 35TH  
STREET SUITE 1101**

(Street)

**NEW YORK, NY 10001**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**Answers CORP [ANSW]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**04/14/2011**

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)

6. Individual or Joint/Group Filing(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 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	04/14/2011		S		40,062	D	10.5 (1)

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  
displays a currently valid OMB control  
number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

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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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	\$ 4.6	04/14/2011		D		23,947		<u>(2)</u>	01/08/2014	Common Stock <u>(1)</u>	23,947
Option to Purchase Common Stock	\$ 9.65	04/14/2011		D		7,175		<u>(2)</u>	06/21/2012	Common Stock <u>(1)</u>	7,175
Option to Purchase Common Stock	\$ 12.91	04/14/2011		D		15,000		<u>(2)</u>	04/12/2013	Common Stock <u>(1)</u>	15,000
Option to Purchase Common Stock	\$ 12.62	04/14/2011		D		6,726		<u>(2)</u>	06/26/2013	Common Stock <u>(1)</u>	6,726
Option to Purchase Common Stock	\$ 12.62	04/14/2011		D		449		<u>(3)</u>	06/26/2013	Common Stock <u>(1)</u>	449
Option to Purchase Common Stock	\$ 7.03	04/14/2011		D		6,718		<u>(2)</u>	09/06/2013	Common Stock <u>(1)</u>	6,718
Option to Purchase Common Stock	\$ 7.03	04/14/2011		D		782		<u>(3)</u>	09/06/2013	Common Stock <u>(1)</u>	782
Option to Purchase Common Stock	\$ 5.77	04/14/2011		D		4,633		<u>(2)</u>	09/09/2014	Common Stock <u>(1)</u>	4,633
Option to Purchase Common Stock	\$ 5.77	04/14/2011		D		2,542		<u>(3)</u>	09/09/2014	Common Stock <u>(1)</u>	2,542

Option to Purchase Common Stock	\$ 13.78	04/14/2011	D	7,175	<u>(2)</u>	07/13/2015	Common Stock <u>(1)</u>	7,175
Option to Purchase Common Stock	\$ 7.91	04/14/2011	D	2,840	<u>(2)</u>	09/09/2015	Common Stock <u>(1)</u>	2,840
Option to Purchase Common Stock	\$ 7.91	04/14/2011	D	4,335	<u>(3)</u>	09/09/2015	Common Stock <u>(1)</u>	4,335
Option to Purchase Common Stock	\$ 5.71	04/14/2011	D	7,175	<u>(3)</u>	09/15/2016	Common Stock <u>(1)</u>	7,175

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TEBBE MARK C/O ANSWERS CORPORATION 237 WEST 35TH STREET SUITE 1101 NEW YORK, NY 10001			X	

## Signatures

/s/ Mark Tebbe 04/18/2011

\_\_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 of the common stock, par value \$0.01 per share ("Common Stock"), of Answers Corporation ("Answers.com") acquired by AFCV Holdings, LLC, a Delaware limited liability company ("AFCV"), pursuant to a merger which occurred on the (1) transaction date indicated above (the "Merger") in accordance with an Agreement and Plan of Merger, dated as of February 2, 2011, among Answers.com, AFCV and A-Team Acquisition Sub, Inc., a Delaware corporation and an indirect wholly-owned subsidiary of AFCV (the "Merger Agreement").

Represents vested options to purchase shares of Common Stock which were canceled upon completion of the Merger pursuant to the (2) Merger Agreement in exchange for a cash payment equal to the excess (if any) of (i) the product of (A) the number of shares of Common Stock subject to such vested multiplied by (B) \$10.50 over (ii) the aggregate exercise price of such vested option, without interest and less any deductions and required withholding taxes as specified in the Merger Agreement.

(3) Represents unvested options to purchase shares of Common Stock which, pursuant to the Merger Agreement, were canceled upon completion of the Merger and converted into the right to receive, on the same terms and conditions (except as specifically provided in the Merger Agreement) as were applicable to such unvested options, on each date (each, a "Vesting Event") in which shares of Common Stock subject to each such unvested option would have become vested and exercisable, so long as the holder thereof is still employed by Answers.com or AFCV on such date, a cash payment equal to the excess (if any) of (i) the product of (A) the number of shares of

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Common Stock subject to such unvested option that would have otherwise vested on such Vesting Event, multiplied by (B) \$10.50 over (ii) the aggregate exercise price of such unvested option, without interest and less any deductions and required withholding taxes as specified in the Merger Agreement.

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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