

Sternlicht Yehuda  
Form 4  
April 18, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Sternlicht Yehuda

(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 Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

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

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SEC 1474 (9-02)

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

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|

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| Security<br>(Instr. 3)                   | or Exercise<br>Price of<br>Derivative<br>Security | any<br>(Month/Day/Year) | Code<br>(Instr. 8) | Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | (Month/Day/Year) |     | (Instr. 3 and 4)    |                    |                            |                                     |
|--|---|-------------------------|--------------------|--|------------------|-----|---------------------|--------------------|----------------------------|-------------------------------------|
|  |   |                         | Code               | V  | (A)              | (D) | Date<br>Exercisable | Expiration<br>Date | Title                      | Amount<br>or<br>Number<br>of Shares |
| Option to<br>Purchase<br>Common<br>Stock | \$ 5  | 04/14/2011              | D                  |  | 13,700           |     | <u>(2)</u>          | 06/10/2014         | Common<br>Stock <u>(1)</u> | 13,700                              |
| Option to<br>Purchase<br>Common<br>Stock | \$ 13.78  | 04/14/2011              | D                  |  | 7,175            |     | <u>(2)</u>          | 07/13/2015         | Common<br>Stock <u>(1)</u> | 7,175                               |
| Option to<br>Purchase<br>Common<br>Stock | \$ 9.65   | 04/14/2011              | D                  |  | 7,175            |     | <u>(2)</u>          | 06/21/2012         | Common<br>Stock <u>(1)</u> | 7,175                               |
| Option to<br>Purchase<br>Common<br>Stock | \$ 12.62  | 04/14/2011              | D                  |  | 6,726            |     | <u>(2)</u>          | 06/26/2013         | Common<br>Stock <u>(1)</u> | 6,726                               |
| Option to<br>Purchase<br>Common<br>Stock | \$ 12.62  | 04/14/2011              | D                  |  | 449              |     | <u>(3)</u>          | 06/26/2013         | Common<br>Stock <u>(1)</u> | 449                                 |
| Option to<br>Purchase<br>Common<br>Stock | \$ 5.77   | 04/14/2011              | D                  |  | 4,633            |     | <u>(2)</u>          | 09/09/2014         | Common<br>Stock <u>(1)</u> | 4,633                               |
| Option to<br>Purchase<br>Common<br>Stock | \$ 5.77   | 04/14/2011              | D                  |  | 2,542            |     | <u>(3)</u>          | 09/09/2014         | Common<br>Stock <u>(1)</u> | 2,542                               |
| Option to<br>Purchase<br>Common<br>Stock | \$ 7.91   | 04/14/2011              | D                  |  | 2,840            |     | <u>(2)</u>          | 09/09/2015         | Common<br>Stock <u>(1)</u> | 2,840                               |
| Option to<br>Purchase<br>Common<br>Stock | \$ 7.91   | 04/14/2011              | D                  |  | 4,335            |     | <u>(3)</u>          | 09/09/2015         | Common<br>Stock <u>(1)</u> | 4,335                               |
|  | \$ 5.71   | 04/14/2011              | D                  |  | 7,175            |     | <u>(3)</u>          | 09/15/2016         |                            | 7,175                               |

Option to  
Purchase  
Common  
Stock

Common  
Stock (1)

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Sternlicht Yehuda<br>C/O ANSWERS CORPORATION<br>237 WEST 35TH STREET SUITE 1101<br>NEW YORK, NY 10001 | X             |           |         |       |

## Signatures

/s/ Yehuda  
Sternlicht

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).

(1) Represents shares of the common stock, par value \$0.001 per share ("Common Stock"), of Answers Corporation ("Answers.com").

Represents vested options to purchase shares of Common Stock (1) which were cancelled upon completion of the merger (the "Merger") in accordance with that certain Agreement and Plan of Merger, dated as of February 2, 2011, among Answers.com, AFCV Holdings, LLC ("AFCV") and A-Team Acquisition Sub, Inc., a Delaware corporation and an indirect wholly-owned subsidiary of AFCV (the "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 options 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.

Represents unvested options to purchase shares of Common Stock immediately prior to the Merger which, pursuant to the Merger Agreement, were accelerated and cancelled upon completion of the Merger 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 unvested options, 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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