

HOVNANIAN ENTERPRISES INC

Form 4

December 11, 2015

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Executors of the Estate of Kevork S.  
Hovnanian, Deceased

(Last) (First) (Middle)

C/O LAURA M. TWOMEY,  
SIMPSON THACHER,  
&, BARTLETT LLP, 425  
LEXINGTON AVE

(Street)

NEW YORK, NY 10017

(City) (State) (Zip)

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

HOVNANIAN ENTERPRISES INC  
[HOV]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/29/2015

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_\_X\_\_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	10/29/2015		W	V	4,451,284	D	\$ 0 1,705,259 D

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

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SEC 1474  
(9-02)

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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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	(1)	10/29/2015		W	V 3,255,251	(1)	(2)	Class A Common Stock	3,255,251

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Executors of the Estate of Kevork S. Hovnanian, Deceased C/O LAURA M. TWOMEY, SIMPSON THACHER, & BARTLETT LLP, 425 LEXINGTON AVE NEW YORK, NY 10017			X	

## Signatures

/s/ Sirwart Hovnanian, Executrix of the Estate of Kevork S. Hovnanian, Deceased	12/11/2015
**Signature of Reporting Person	Date
/s/ Ara K. Hovnanian, Executor of the Estate of Kevork S. Hovnanian, Deceased	12/11/2015
**Signature of Reporting Person	Date
/s/ Sossie K. Najarian, Executrix of the Estate of Kevork S. Hovnanian, Deceased	12/11/2015
**Signature of Reporting Person	Date
/s/ Esto K. Barry, Executrix of the Estate of Kevork S. Hovnanian, Deceased	12/11/2015
**Signature of Reporting Person	Date
/s/ Lucy K. Kalian, Executrix of the Estate of Kevork S. Hovnanian, Deceased	12/11/2015
**Signature of Reporting Person	Date
/s/ Nadia K. Rodriguez, Executrix of the Estate of Kevork S. Hovnanian, Deceased	12/11/2015
**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) The Class B Common Stock, par value \$.01 per share, non-cumulative, is immediately convertible into an equal number of shares of Class A Common Stock, par value \$.01 per share, non-cumulative.
- (2) No expiration date.

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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