

HOVNANIAN ENTERPRISES INC  
 Form 4  
 December 11, 2015

**FORM 4**

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

OMB APPROVAL

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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 \*  
 Executors of the Estate of Kevoork 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  
 \_\_\_\_ Officer (give title below)  
 10% Owner  
 \_\_\_\_ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price                                      |
| Class A Common Stock            | 10/29/2015                           |  | W                              | V   | 4,451,284   | D  | \$ 0 1,705,259                             |

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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.