

HOVNIANIAN ENTERPRISES INC
 Form 4
 June 09, 2005

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 *
 HOVNIANIAN ARA K

2. Issuer Name and Ticker or Trading Symbol
 HOVNIANIAN ENTERPRISES INC
 [HOV]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 10 HIGHWAY 35
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 06/07/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

RED BANK, NJ 07701
 (City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common Stock | 06/07/2005 | | S | 5,100 D | \$ 62 1,994,900 ⁽¹⁾ | I | Held as trustee of the KSH 2004 GRAT in which Reporting Person has a potential remainder interest |
| Class A Common | 06/07/2005 | | S | 100 D | \$ 62.04 1,994,800 ⁽¹⁾ | I | Held as trustee of |

| | | | | | | | | | |
|----------------------------|------------|---|-----|---|-------------|----------------------|---|--|--|
| Stock | | | | | | | | | the KSH 2004 GRAT in which Reporting Person has a potential remainder interest |
| Class A Common Stock | 06/07/2005 | S | 200 | D | \$ 62.05 | 1,994,600 <u>(1)</u> | I | | Held as trustee of the KSH 2004 GRAT in which Reporting Person has a potential remainder interest |
| Class A Common Stock | | | | | | 1,530,420 <u>(2)</u> | D | | |
| Class A Common Stock | | | | | | 236,346 <u>(2)</u> | I | | Held by the Ara K. Hovnanian 2004 GRAT |
| Class A Common Stock | | | | | | 33,060 | I | | Held by estate of son Alton |
| Class A Common Stock | | | | | | 13,974 | I | | Held by son Alexander |
| Class A Common Stock | | | | | | 6,700 | I | | Held by daughter Serena |
| Class A Common Stock | | | | | | 16,700 | I | | Held by wife |

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

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HOVNANIAN ARA K 10 HIGHWAY 35 RED BANK, NJ 07701 | X | X | President and CEO | |

Signatures

Nancy A. Marrazzo 06/09/2005

__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).
- The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the
- (1) inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
 - (2) Since the reporting person's last report, 13,654 shares previously held through the Ara K. Hovnanian GRAT have been distributed and are now owned directly.

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.