

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

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): **March 7, 2012**

**HOVNANIAN ENTERPRISES, INC.**  
(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other  
Jurisdiction  
of Incorporation)

**1-8551**  
(Commission File Number)

**22-1851059**  
(I.R.S. Employer  
Identification No.)

**110 West Front Street**  
**P.O. Box 500**  
**Red Bank, New Jersey 07701**  
(Address of Principal Executive Offices) (Zip Code)

**(732) 747-7800**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(Former Name or Former Address, if Changed Since  
Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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On March 7, 2012, Hovnanian Enterprises, Inc. issued a press release announcing its preliminary financial results for the fiscal first quarter ended January 31, 2012. A copy of the press release is attached as Exhibit 99.1.

The information in this Current Report on Form 8-K and the Exhibit attached hereto is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liability of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

The Earnings Press Release contains information about EBIT, EBITDA and Adjusted EBITDA, which are non-GAAP financial measures. The most directly comparable GAAP financial measure is net loss. A reconciliation of EBIT, EBITDA and Adjusted EBITDA to net loss is contained in the Earnings Press Release. The Earnings Press Release contains information about Loss Before Income Taxes Excluding Land-Related Charges, Expenses Associated with Debt Exchange Offer and Gain on Extinguishment of Debt, which is a non-GAAP financial measure. The most directly comparable GAAP financial measure is Loss Before Income Taxes. A reconciliation of Loss Before Income Taxes Excluding Land-Related Charges, Expenses Associated with Debt Exchange Offer and Gain on Extinguishment of Debt to Loss Before Income Taxes is contained in the Earnings Press Release.

Management believes EBITDA to be relevant and useful information as EBITDA is a standard measure commonly reported and widely used by analysts, investors and others to measure our financial performance and our ability to service our debt obligations. EBITDA is also one of several metrics used by our management to measure the cash generated from our operations. EBITDA does not take into account substantial costs of doing business, such as income taxes and interest expense. While many in the financial community consider EBITDA to be an important measure of comparative operating performance, it should be considered in addition to, but not as a substitute for, income before income taxes, net income, cash flow provided by operating activities and other measures of financial performance prepared in accordance with accounting principles generally accepted in the United States that are presented on the financial statements included in the Company’s reports filed with the Securities and Exchange Commission. Additionally, our calculation of EBITDA may be different than the calculation used by other companies, and, therefore, comparability may be affected.

Management believes Loss Before Income Taxes Excluding Land-Related Charges, Expenses Associated with Debt Exchange Offer and Gain on Extinguishment of Debt to be relevant and useful information because it provides a better metric of the Company’s operating performance. Loss Before Income Taxes Excluding Land-Related Charges, Expenses Associated with Debt Exchange Offer and Gain on Extinguishment of Debt should be considered in addition to, but not as a substitute for, income before income taxes, net income and other measures of financial performance prepared in accordance with accounting principles generally accepted in the United States that are presented on the financial statements included in the Company’s reports filed with the Securities and Exchange Commission. Additionally, our calculation of Loss Before Income Taxes Excluding Land-Related Charges, Expenses Associated with Debt Exchange Offer and Gain on Extinguishment of Debt may be different than the calculation used by other companies, and, therefore, comparability may be affected.

The Earnings Press Release also contains information about Cash Flow, which is a non-GAAP financial measure. The most directly comparable GAAP financial measure is Net Cash provided by (or used in) Operating Activities. As discussed in the Earnings Press Release, the Company uses cash flow to mean the amount of Net Cash provided by (or used in) Operating Activities for the period, as reported on the Consolidated Statement of Cash Flows, excluding changes in mortgage notes receivable at the mortgage company, plus (or minus) the amount of Net Cash provided by (or used in) Investing Activities. Management believes the amount of Cash Flow in any period is relevant and useful information as Cash Flow is a standard measure commonly reported and widely used by analysts, investors and others to measure our financial performance and our ability to service and repay our debt obligations. Cash Flow is also one of several metrics used by our management to measure the cash generated from (our used in) our operations and to gauge our ability to service and repay our debt obligations. For our Company, the change in the balance of mortgage notes receivable held at the mortgage company, which is included in Operating Activities, is added back to the calculation because it is generally offset by a similar amount of change in the amount outstanding under the mortgage warehouse line of credit (included as a Financing Activity), and would inaccurately distort the amount of Cash Flow reported if it were included. Unlike EBITDA, Cash Flow takes into account the payment of current income taxes and interest costs that are due and payable in the period. Cash Flow should be considered in addition to, but not as a substitute for, EBITDA, income before income taxes, net income, cash flow provided by operating activities and other measures of financial performance prepared in accordance with accounting principles generally accepted in the United States that are presented on the financial statements included in the Company's reports filed with the Securities and Exchange Commission. Additionally, our calculation of Cash Flow may be different than the calculation used by other companies, and, therefore, comparability may be affected.

Item 9.01. Financial Statements and Exhibits.

(d) *Exhibits.*

Exhibit 99.1 Earnings Press Release—Fiscal First Quarter Ended January 31, 2012.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HOVNANIAN ENTERPRISES, INC.  
(Registrant)

By: /s/ J. Larry Sorsby  
Name: J. Larry Sorsby  
Title: Executive Vice President and Chief Financial Officer

Date: March 7, 2012

INDEX TO EXHIBITS

**Exhibit Number**

**Exhibit**

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Exhibit 99.1 Earnings Press Release—Fiscal First Quarter Ended January 31, 2012.

**HOVNANIAN ENTERPRISES, INC.****News Release**

**Contact:** J. Larry Sorsby  
Executive Vice President & CFO  
732-747-7800

Jeffrey T. O'Keefe  
Vice President, Investor Relations  
732-747-7800

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**HOVNANIAN ENTERPRISES REPORTS FIRST QUARTER FISCAL 2012 RESULTS**

RED BANK, NJ, March 7, 2012 – Hovnanian Enterprises, Inc. (NYSE: HOV), a leading national homebuilder, reported results for its first quarter ended January 31, 2012.

**RESULTS FOR THE THREE MONTH PERIOD ENDED JANUARY 31, 2012:**

- Total revenues were \$269.6 million in the fiscal 2012 first quarter compared with \$252.6 million in the prior year's first quarter.
  - Homebuilding gross margin percentage, before interest expense included in cost of sales, was 16.5% for the fiscal 2012 first quarter, compared to 16.9% during the first quarter of 2011 and 15.5% for the fourth quarter of fiscal 2011.
  - Total SG&A, which includes homebuilding selling, general and administrative and corporate general and administrative expenses, was \$46.0 million for the quarter ended January 31, 2012 compared to \$55.2 million in the 2011 first quarter and \$57.8 million for the fourth quarter of fiscal 2011.
  - Consolidated pre-tax land-related charges for the three months ended January 31, 2012 were \$3.3 million, compared with \$13.5 million in the first quarter of the prior year.
  - Other operations was a loss of \$5.4 million in the first quarter of 2012, \$4.6 million of which is related to expenses associated with the \$195 million debt for debt exchange offer completed during November 2011, compared with a loss of \$0.9 million in the 2011 first quarter.
  - During the first quarter of fiscal 2012, \$44.0 million of unsecured senior notes were repurchased for \$20.5 million in cash, including accrued interest, resulting in a \$24.7 million gain on extinguishment of debt.
  - Excluding land-related charges, expenses associated with the debt exchange offer and gain on extinguishment of debt, the pre-tax loss for the quarter ended January 31, 2012 was \$34.3 million compared with \$51.0 million in last year's first quarter.
  - For the first quarter of 2012, the after-tax net loss was \$18.3 million, or \$0.17 per common share, compared with \$64.1 million, or \$0.82 per common share, in the same period of the prior year.
  - Net contracts for the three months ended January 31, 2012, including unconsolidated joint ventures, increased 27% to 1,079 homes compared with 850 homes during the same quarter a year ago.
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- Net contracts for the month of February 2012 were 528, an increase of 38% over the same month last year.
- Contract backlog, as of January 31, 2012, including unconsolidated joint ventures, was 1,730 homes with a sales value of \$578.4 million, which was an increase of 28% and 33%, respectively, compared to January 31, 2011.
- The contract cancellation rate, excluding unconsolidated joint ventures, in the fiscal 2012 first quarter was 21%, compared with 22% in the prior year's first quarter.
- At January 31, 2012, there were 220 active selling communities, including unconsolidated joint ventures, compared with 201 active selling communities at January 31, 2011 and 214 active selling communities at October 31, 2011.
- Deliveries, including unconsolidated joint ventures, were 1,012 homes for the fiscal 2012 first quarter, up 13% compared with 892 homes during the first quarter of 2011.
- The valuation allowance was \$905.2 million as of January 31, 2012. The valuation allowance is a non-cash reserve against the tax assets for GAAP purposes. For tax purposes, the tax deductions associated with the tax assets may be carried forward for 20 years from the date the deductions were incurred.

**CASH AND INVENTORY AS OF JANUARY 31, 2012:**

- After spending \$74.1 million in the first quarter on land and land development and \$42.6 million to complete the debt exchange offer and to repurchase debt, homebuilding cash was \$201.7 million, as of January 31, 2012, including \$35.7 million of restricted cash required to collateralize letters of credit.
- Cash flow in the first quarter of fiscal 2012 was negative \$49.3 million, after spending \$74.1 million of cash to purchase approximately 690 lots and to develop land across the Company's markets. Excluding land and land development spending, cash flow would have been approximately \$24.8 million positive in the first quarter of 2012.
- As of January 31, 2012, the land position, including unconsolidated joint ventures, was 29,613 lots, consisting of 9,139 lots under option and 20,474 owned lots.

**COMMENTS FROM MANAGEMENT:**

"We were very pleased with the 27% year-over-year growth in net contracts, the 28% year-over-year increase in backlog and the 100 basis point sequential improvement in gross margin during our first quarter," commented Ara K. Hovnanian, Chairman of the Board, President and Chief Executive Officer. "Additionally, the spring selling season is off to a good start in February 2012, with 38% year-over-year growth in net contracts and home prices remained relatively stable throughout the first quarter. We are hopeful that these positive trends continue throughout the spring selling season," concluded Mr. Hovnanian.

**WEBCAST INFORMATION:**

Hovnanian Enterprises will webcast its fiscal 2012 first quarter financial results conference call at 11:00 a.m. E.T. on Wednesday, March 7, 2012. The webcast can be accessed live through the "Investor Relations" section of Hovnanian Enterprises' Website at <http://www.khov.com>. For those who are not available to listen to the live webcast, an archive of the broadcast will be available under the "Audio Archives" section of the Investor Relations page on the Hovnanian Website at <http://www.khov.com>. The archive will be available for 12 months.

## **ABOUT HOVNIANIAN ENTERPRISES®, INC.:**

Hovnianian Enterprises, Inc., founded in 1959 by Kevork S. Hovnianian, is headquartered in Red Bank, New Jersey. The Company is one of the nation's largest homebuilders with operations in Arizona, California, Delaware, Florida, Georgia, Illinois, Maryland, Minnesota, New Jersey, North Carolina, Ohio, Pennsylvania, South Carolina, Texas, Virginia, Washington, D.C. and West Virginia. The Company's homes are marketed and sold under the trade names K. Hovnianian<sup>o</sup> Homes<sup>o</sup>, Matzel & Mumford, Brighton Homes, Parkwood Builders, Town & Country Homes and Oster Homes. As the developer of K. Hovnianian's<sup>o</sup> Four Seasons communities, the Company is also one of the nation's largest builders of active adult homes.

Additional information on Hovnianian Enterprises, Inc., including a summary investment profile and the Company's 2011 annual report, can be accessed through the "Investor Relations" section of the Hovnianian Enterprises' website at <http://www.khov.com>. To be added to Hovnianian's investor e-mail or fax lists, please send an e-mail to [IR@khov.com](mailto:IR@khov.com) or sign up at <http://www.khov.com>.

## **NON-GAAP FINANCIAL MEASURES:**

**Consolidated earnings before interest expense and income taxes ("EBIT") and before depreciation and amortization ("EBITDA") and before inventory impairment loss and land option write-offs, expenses associated with debt exchange offer and gain on extinguishment of debt ("Adjusted EBITDA") are not U.S. generally accepted accounting principles (GAAP) financial measures. The most directly comparable GAAP financial measure is net loss. The reconciliation of net loss to EBIT, EBITDA and Adjusted EBITDA is presented in a table attached to this earnings release.**

**Cash flow is a non-GAAP financial measure. The most directly comparable GAAP financial measure is Net Cash provided by (or used in) Operating Activities. The Company uses cash flow to mean the amount of Net Cash provided by (or used in) Operating Activities for the period, as reported on the Consolidated Statement of Cash Flows, excluding changes in mortgage notes receivable at the mortgage company, plus (or minus) the amount of Net Cash provided by (or used in) Investing Activities. For the first quarter of 2012, cash flow was negative \$49.3 million, which was derived from \$43.1 million from net cash used in operating activities minus the change in mortgage notes receivable of \$4.9 million minus \$1.3 million of net cash used in investing activities.**

**Loss Before Income Taxes Excluding Land-Related Charges, Expenses Associated with Debt Exchange Offer and Gain on Extinguishment of Debt is a non-GAAP financial measure. The most directly comparable GAAP financial measure is Loss Before Income Taxes. The reconciliation of Loss Before Income Taxes to Loss Before Income Taxes Excluding Land-Related Charges, Expenses Associated with Debt Exchange Offer and Gain on Extinguishment of Debt is presented in a table attached to this earnings release.**

## FORWARD-LOOKING STATEMENTS

All statements in this press release that are not historical facts should be considered as “forward-looking statements”. Such statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such risks, uncertainties and other factors include, but are not limited to, (1) changes in general and local economic and industry and business conditions and impacts of the sustained homebuilding downturn, (2) adverse weather and other environmental conditions and natural disasters, (3) changes in market conditions and seasonality of the Company’s business, (4) changes in home prices and sales activity in the markets where the Company builds homes, (5) government regulation, including regulations concerning development of land, the home building, sales and customer financing processes, tax laws, and the environment, (6) fluctuations in interest rates and the availability of mortgage financing, (7) shortages in, and price fluctuations of, raw materials and labor, (8) the availability and cost of suitable land and improved lots, (9) levels of competition, (10) availability of financing to the Company, (11) utility shortages and outages or rate fluctuations, (12) levels of indebtedness and restrictions on the Company’s operations and activities imposed by the agreements governing the Company’s outstanding indebtedness, (13) the Company’s sources of liquidity, (14) changes in credit ratings, (15) availability of net operating loss carryforwards, (16) operations through joint ventures with third parties, (17) product liability litigation, warranty claims and claims by mortgage investors, (18) successful identification and integration of acquisitions, (19) significant influence of the Company’s controlling stockholders, (20) changes in tax laws affecting the after-tax costs of owning a home, (21) geopolitical risks, terrorist acts and other acts of war, and (22) other factors described in detail in the Company’s Annual Report on Form 10-K for the year ended October 31, 2011. Except as otherwise required by applicable securities laws, we undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, changed circumstances or any other reason.

(Financial Tables Follow)

**Hovnanian Enterprises, Inc.**  
**January 31, 2012**  
Statements of Consolidated Operations  
(Dollars in Thousands, Except Per Share Data)

	Three Months Ended January 31,	
	2012	2011
	(Unaudited)	
Total Revenues	\$ 269,599	\$ 252,567
Costs and Expenses (a)	311,836	316,138
Gain on Extinguishment of Debt	24,698	-
Loss from Unconsolidated Joint Ventures	(23)	(992)
Loss Before Income Taxes	(17,562)	(64,563)
Income Tax Provision (Benefit)	703	(421)
Net Loss	<u>\$ (18,265)</u>	<u>\$ (64,142)</u>

**Per Share Data:**

<b>Basic:</b>		
Loss Per Common Share	\$ (0.17)	\$ (0.82)
Weighted Average Number of Common Shares Outstanding (b)	108,735	78,598
<b>Assuming Dilution:</b>		
Loss Income Per Common Share	\$ (0.17)	\$ (0.82)
Weighted Average Number of Common Shares Outstanding (b)	108,735	78,598

- (a) Includes inventory impairment loss and land option write-offs.  
(b) For periods with a net loss, basic shares are used in accordance with GAAP rules.

**Hovnanian Enterprises, Inc.**  
**January 31, 2012**

Reconciliation of Loss Before Income Taxes Excluding Land-Related  
Charges, Expenses Associated with Debt Exchange Offer and Gain on Extinguishment of Debt to Loss Before Income Taxes  
(Dollars in Thousands)

	Three Months Ended January 31,	
	2012	2011
	(Unaudited)	
Loss Before Income Taxes	\$ (17,562)	\$ (64,563)
Inventory Impairment Loss and Land Option Write-Offs	3,325	13,525
Expenses Associated with Debt Exchange Offer (a)	4,594	-
Gain on Extinguishment of Debt	(24,698)	-
Loss Before Income Taxes Excluding Land-Related Charges, Expenses Associated with Debt Exchange Offer and Gain on Extinguishment of Debt (b)	<u>\$ (34,341)</u>	<u>\$ (51,038)</u>

- (a) Included in Other operations on the Condensed Consolidated Statements of Operations.  
(b) Loss Before Income Taxes Excluding Land-Related Charges, Expenses Associated with Debt Exchange Offer and Gain on Extinguishment of Debt is a non-GAAP Financial measure. The most directly comparable GAAP financial measure is Loss Before Income Taxes.

**Hovnanian Enterprises, Inc.****January 31, 2012**

Gross Margin

(Dollars in Thousands)

	Homebuilding Gross Margin Three Months Ended January 31,	
	2012	2011
	(Unaudited)	
Sale of Homes	\$ 252,330	\$ 235,885
Cost of Sales, Excluding Interest (a)	210,573	195,914
Homebuilding Gross Margin, Excluding Interest	41,757	39,971
Homebuilding Cost of Sales Interest	10,936	13,493
Homebuilding Gross Margin, Including Interest	<u>\$ 30,821</u>	<u>\$ 26,478</u>
Gross Margin Percentage, Excluding Interest	16.5%	16.9%
Gross Margin Percentage, Including Interest	12.2%	11.2%

	Land Sales Gross Margin Three Months Ended January 31,	
	2012	2011
	(Unaudited)	
Land Sales	\$ 8,604	\$ 8,043
Cost of Sales, Excluding Interest (a)	6,854	5,516
Land Sales Gross Margin, Excluding Interest	1,750	2,527
Land Sales Interest	1,540	2,133
Land Sales Gross Margin, Including Interest	<u>\$ 210</u>	<u>\$ 394</u>

(a) Does not include cost associated with walking away from land options or inventory impairment losses which are recorded as Inventory impairment loss and land option write-offs in the Condensed Consolidated Statements of Operations.

**Hovnanian Enterprises, Inc.****January 31, 2012**

Reconciliation of Adjusted EBITDA to Net Loss

(Dollars in Thousands)

	Three Months Ended	
	January 31,	
	2012	2011
	(Unaudited)	
Net Loss	\$ (18,265)	\$ (64,142)
Income Tax Provision (Benefit)	703	(421)
Interest Expense	34,471	39,611
EBIT (a)	16,909	(24,952)
Depreciation	1,658	2,319
Amortization of Debt Costs	963	846
EBITDA (b)	19,530	(21,787)
Inventory Impairment Loss and Land Option Write-offs	3,325	13,525
Expenses Associated with Debt Exchange Offer	4,594	-
Gain on Extinguishment of Debt	(24,698)	-
Adjusted EBITDA (c)	\$ 2,751	\$ (8,262)
Interest Incurred	\$ 36,345	\$ 37,827
Adjusted EBITDA to Interest Incurred	0.08	(0.22)

(a) EBIT is a non-GAAP financial measure. The most directly comparable GAAP financial measure is net loss. EBIT represents earnings before interest expense and income taxes.

(b) EBITDA is a non-GAAP financial measure. The most directly comparable GAAP financial measure is net loss. EBITDA represents earnings before interest expense, income taxes, depreciation and amortization.

(c) Adjusted EBITDA is a non-GAAP financial measure. The most directly comparable GAAP financial measure is net loss. Adjusted EBITDA represents earnings before interest expense, income taxes, depreciation, amortization, inventory impairment loss and land option write-offs, expenses associated with debt exchange offer, and gain on extinguishment of debt.

**Hovnanian Enterprises, Inc.****January 31, 2012**

Interest Incurred, Expensed and Capitalized

(Dollars in Thousands)

	Three Months Ended	
	January 31,	
	2012	2011
	(Unaudited)	
Interest Capitalized at Beginning of Period	\$ 121,441	\$ 136,288
Plus Interest Incurred	36,345	37,827
Less Interest Expensed	34,471	39,611
Interest Capitalized at End of Period (a)	\$ 123,315	\$ 134,504

(a) The Company incurred significant inventory impairments in recent years, which are determined based on total inventory including capitalized interest. However, the capitalized interest amounts are shown gross before allocating any portion of impairments to capitalized interest.

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES  
CONDENSED CONSOLIDATED BALANCE SHEETS  
(In Thousands)

	January 31, 2012 (Unaudited)	October 31, 2011 (1)
<b>ASSETS</b>		
<b>Homebuilding:</b>		
Cash and cash equivalents	\$ 166,033	\$ 244,356
Restricted cash	49,483	73,539
<b>Inventories:</b>		
Sold and unsold homes and lots under development	735,364	720,149
Land and land options held for future development or sale	243,100	245,529
Consolidated inventory not owned - Specific performance options	387	2,434
Total inventories	978,851	968,112
Investments in and advances to unconsolidated joint ventures	58,757	57,826
Receivables, deposits, and notes	53,385	52,277
Property, plant, and equipment – net	52,010	53,266
Prepaid expenses and other assets	66,700	67,698
Total homebuilding	1,425,219	1,517,074
<b>Financial services:</b>		
Cash and cash equivalents	3,656	6,384
Restricted cash	3,497	4,079
Mortgage loans held for sale	67,230	72,172
Other assets	2,121	2,471
Total financial services	76,504	85,106
Total assets	\$ 1,501,723	\$ 1,602,180

(1) Derived from the audited balance sheet as of October 31, 2011.

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES  
CONDENSED CONSOLIDATED BALANCE SHEETS  
(In Thousands Except Share Amounts)

	January 31, 2012 (Unaudited)	October 31, 2011 (1)
<b>LIABILITIES AND EQUITY</b>		
<b>Homebuilding:</b>		
Nonrecourse land mortgages	\$ 29,322	\$ 26,121
Accounts payable and other liabilities	266,043	303,633
Customers' deposits	17,925	16,670
Nonrecourse mortgages secured by operating properties	19,510	19,748
Liabilities from inventory not owned	387	2,434
<b>Total homebuilding</b>	<b>333,187</b>	<b>368,606</b>
<b>Financial services:</b>		
Accounts payable and other liabilities	14,067	14,517
Mortgage warehouse line of credit	49,043	49,729
<b>Total financial services</b>	<b>63,110</b>	<b>64,246</b>
<b>Notes payable:</b>		
Senior secured notes	966,441	786,585
Senior notes	565,691	802,862
TEU senior subordinated amortizing notes	12,162	13,323
Accrued interest	32,399	21,331
<b>Total notes payable</b>	<b>1,576,693</b>	<b>1,624,101</b>
Income taxes payable	42,520	41,829
<b>Total liabilities</b>	<b>2,015,510</b>	<b>2,098,782</b>
<b>Equity:</b>		
<b>Hovnanian Enterprises, Inc. stockholders' equity deficit:</b>		
Preferred stock, \$.01 par value - authorized 100,000 shares; issued 5,600 shares with a liquidation preference of \$140,000 at January 31, 2012 and at October 31, 2011	135,299	135,299
Common stock, Class A, \$.01 par value – authorized Investments in and advances to unconsolidated 200,000,000 shares; issued 93,742,999 shares at January 31, 2012 and 92,141,492 shares at October 31, 2011 (including 11,760,763 and 11,694,720 shares at January 31, 2012 and October 31, 2011, respectively, held in Treasury)	937	921
Common stock, Class B, \$.01 par value (convertible to Class A at time of sale) – authorized 30,000,000 shares; issued 15,353,126 shares at January 31, 2012 and 15,252,212 shares at October 31, 2011 (including 691,748 shares at January 31, 2012 and October 31, 2011 held in Treasury)	154	153
Paid in capital - common stock	592,781	591,696
Accumulated deficit	(1,127,771)	(1,109,506)
Treasury stock - at cost	(115,360)	(115,257)
<b>Total Hovnanian Enterprises, Inc. stockholders' equity deficit</b>	<b>(513,960)</b>	<b>(496,694)</b>
Noncontrolling interest in consolidated joint ventures	173	92
<b>Total equity deficit</b>	<b>(513,787)</b>	<b>(496,602)</b>
<b>Total liabilities and equity</b>	<b>\$ 1,501,723</b>	<b>\$ 1,602,180</b>

(1) Derived from the audited balance sheet as of October 31, 2011.

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES  
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS  
(In Thousands Except Per Share Data)  
(Unaudited)

	Three Months Ended January 31,	
	2012	2011
<b>Revenues:</b>		
Homebuilding:		
Sale of homes	\$ 252,330	\$ 235,885
Land sales and other revenues	10,579	9,588
<b>Total homebuilding</b>	<b>262,909</b>	<b>245,473</b>
Financial services	6,690	7,094
<b>Total revenues</b>	<b>269,599</b>	<b>252,567</b>
<b>Expenses:</b>		
Homebuilding:		
Cost of sales, excluding interest	217,427	201,430
Cost of sales interest	12,476	15,626
Inventory impairment loss and land option write-offs	3,325	13,525
<b>Total cost of sales</b>	<b>233,228</b>	<b>230,581</b>
Selling, general and administrative	33,254	40,207
<b>Total homebuilding expenses</b>	<b>266,482</b>	<b>270,788</b>
Financial services	5,177	5,470
Corporate general and administrative	12,784	15,008
Other interest	21,995	23,985
Other operations	5,398	887
<b>Total expenses</b>	<b>311,836</b>	<b>316,138</b>
Gain on extinguishment of debt	24,698	-
Loss from unconsolidated joint ventures	(23)	(992)
<b>Loss before income taxes</b>	<b>(17,562)</b>	<b>(64,563)</b>
State and federal income tax provision (benefit):		
State	633	665
Federal	70	(1,086)
<b>Total income taxes</b>	<b>703</b>	<b>(421)</b>
<b>Net loss</b>	<b>\$ (18,265)</b>	<b>\$ (64,142)</b>
<b>Per share data:</b>		
Basic:		
Loss per common share	\$ (0.17)	\$ (0.82)
Weighted-average number of common shares outstanding	108,735	78,598
Assuming dilution:		
Loss per common share	\$ (0.17)	\$ (0.82)
Weighted-average number of common shares outstanding	108,735	78,598

**HOVNANIAN ENTERPRISES, INC.**  
(DOLLARS IN THOUSANDS EXCEPT AVG. PRICE)  
(UNAUDITED)

	Net Contracts Three Months Ending January 31,			Communities Under Development Three Months - January 31, 2012 Deliveries Three Months Ending January 31,			Contract Backlog January 31,		
	2012	2011	% Change	2012	2011	% Change	2012	2011	% Change
	<b>Northeast</b>								
Home	68	92	(26.1)%	76	101	(24.8)%	257	227	13.2%
Dollars	\$ 28,198	\$ 37,435	(24.7)%	\$ 33,077	\$ 43,285	(23.6)%	\$ 106,724	\$ 90,400	18.1%
Avg. Price	\$ 414,678	\$ 406,899	1.9%	\$ 435,224	\$ 428,564	1.6%	\$ 415,273	\$ 398,238	4.3%
<b>Mid Atlantic</b>									
Home	127	127	0.0%	126	121	4.1%	326	268	21.6%
Dollars	\$ 49,622	\$ 52,013	(4.6)%	\$ 53,113	\$ 46,263	14.8%	\$ 133,916	\$ 112,268	19.3%
Avg. Price	\$ 390,726	\$ 409,556	(4.6)%	\$ 421,532	\$ 382,339	10.3%	\$ 410,788	\$ 418,910	(1.9)%
<b>Midwest</b>									
Home	143	65	120.0%	80	81	(1.2)%	289	206	40.3%
Dollars	\$ 28,408	\$ 12,331	130.4%	\$ 18,157	\$ 14,034	29.4%	\$ 56,162	\$ 33,987	65.2%
Avg. Price	\$ 198,659	\$ 189,709	4.7%	\$ 226,963	\$ 173,259	31.0%	\$ 194,331	\$ 164,985	17.8%
<b>Southeast</b>									
Home	108	68	58.8%	87	68	27.9%	145	82	76.8%
Dollars	\$ 24,471	\$ 15,640	56.5%	\$ 20,125	\$ 15,504	29.8%	\$ 34,430	\$ 20,525	67.7%
Avg. Price	\$ 226,585	\$ 230,002	(1.5)%	\$ 231,322	\$ 228,000	1.5%	\$ 237,453	\$ 250,308	(5.1)%
<b>Southwest</b>									
Home	398	357	11.5%	388	360	7.8%	341	334	2.1%
Dollars	\$ 103,860	\$ 85,787	21.1%	\$ 91,153	\$ 87,227	4.5%	\$ 99,650	\$ 90,045	10.7%
Avg. Price	\$ 260,954	\$ 240,298	8.6%	\$ 234,930	\$ 242,297	(3.0)%	\$ 292,225	\$ 269,596	8.4%
<b>West</b>									
Home	96	83	15.7%	132	114	15.8%	80	79	1.3%
Dollars	\$ 30,206	\$ 22,282	35.6%	\$ 36,705	\$ 29,573	24.1%	\$ 26,487	\$ 20,353	30.1%
Avg. Price	\$ 314,650	\$ 268,461	17.2%	\$ 278,068	\$ 259,412	7.2%	\$ 331,071	\$ 257,632	28.5%
<b>Consolidated Total</b>									
Home	940	792	18.7%	889	845	5.2%	1,438	1,196	20.2%
Dollars	\$ 264,765	\$ 225,488	17.4%	\$ 252,330	\$ 235,886	7.0%	\$ 457,369	\$ 367,578	24.4%
Avg. Price	\$ 281,665	\$ 284,707	(1.1)%	\$ 283,836	\$ 279,155	1.7%	\$ 318,059	\$ 307,339	3.5%
<b>Unconsolidated Joint Ventures</b>									
Home	139	58	139.7%	123	47	161.7%	292	156	87.2%
Dollars	\$ 61,212	\$ 23,596	159.4%	\$ 52,400	\$ 22,534	132.5%	\$ 121,070	\$ 68,134	77.7%
Avg. Price	\$ 440,372	\$ 406,830	8.2%	\$ 426,013	\$ 479,456	(11.1)%	\$ 414,625	\$ 436,758	(5.1)%
<b>Grand Total</b>									
Home	1,079	850	26.9%	1,012	892	13.5%	1,730	1,352	28.0%
Dollars	\$ 325,977	\$ 249,084	30.9%	\$ 304,730	\$ 258,420	17.9%	\$ 578,439	\$ 435,712	32.8%
Avg. Price	\$ 302,111	\$ 293,040	3.1%	\$ 301,116	\$ 289,709	3.9%	\$ 334,358	\$ 322,272	3.8%

**DELIVERIES INCLUDE EXTRAS**

Notes:

(1) Net contracts are defined as new contracts signed during the period for the purchase of homes, less cancellations of prior contracts.