

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>HOVNANIAN ARA K</u>			2. Issuer Name and Ticker or Trading Symbol <u>HOVNANIAN ENTERPRISES INC [ HOV ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>Chairman of Bd., Pres. &amp; CEO</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>01/02/2015</u>					
<u>110 WEST FRONT STREET</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(Street)								
<u>RED BANK</u>	<u>NJ</u>	<u>07701</u>						
(City)	(State)	(Zip)						

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class B Common Stock	(1)	01/02/2015		F			145,654	(1)	(2)	Class A Common Stock	145,654	\$4.22	1,031,622	D	
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	133,210		133,210	I	Held as trustee for daughter Serena
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	133,210		133,210	I	Held as trustee for son Alexander
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	4,000		4,000	I	Held as trustee of the Alexander Hovnanian Trust
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	4,000		4,000	I	Held as trustee of the Alton Hovnanian Trust
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	776,679		776,679	I	Held as trustee of trust for Reporting Person's family <sup>(3)</sup>
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	776,679		776,679 <sup>(4)</sup>	I	Held as trustee of trusts for Esther K. Barry's family <sup>(5)</sup>
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	776,679		776,679 <sup>(4)</sup>	I	Held as trustee of trusts for Lucy K. Kalian's family <sup>(6)</sup>
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	776,679		776,679 <sup>(4)</sup>	I	Held as trustee of trusts for Nadia K. Rodriguez's family <sup>(7)</sup>
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	776,679		776,679 <sup>(4)</sup>	I	Held as trustee of trusts for Sossie K. Najarian's family <sup>(8)</sup>

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	1,200,818.18		1,200,818.18	I	Held by Ara K. Hovnanian Family 1994 long-term trusts <sup>(9)</sup>
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	80,150		80,150	I	Held by daughter Serena
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	3,255,251		3,255,251	I	Held by executors for the Estate of Kevork S. Hovnanian <sup>(10)</sup>
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	128,132		128,132	I	Held by Reporting Person through partnership interests in the Limited Partnership.
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	94,824		94,824	I	Held by son Alexander
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	612,276.82		612,276.82 <sup>(4)</sup>	I	Held by trusts for Esther K. Barry's family <sup>(11)</sup>
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	681,954.57		681,954.57 <sup>(4)</sup>	I	Held by trusts for Lucy K. Kalian's family <sup>(12)</sup>
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	352,386.78		352,386.78 <sup>(4)</sup>	I	Held by trusts for Nadia K. Rodriguez's family <sup>(13)</sup>
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	499,986.65		499,986.65 <sup>(4)</sup>	I	Held by trusts for Sossie K. Najarian's family <sup>(14)</sup>
Class B Common Stock	(1)							(1)	(2)	Class A Common Stock	20,300		20,300	I	Held by wife

**Explanation of Responses:**

- The Class B Common Stock, par value \$.01 per share, non-cumulative ("Class B Common Stock"), is immediately converted into an equal number of shares of Class A Common Stock, par value \$.01 per share, non-cumulative ("Class A Common Stock")
- No expiration date
- Held by Ara K. Hovnanian 2012 Trust, of which the reporting person is trustee, through a limited liability company interest in the Hovnanian Family 2012 L.L.C. (the "2012 LLC")
- The Reporting Person disclaims beneficial ownership of these securities except to the extent of his potential pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of the beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose
- Held by trust for the benefit of the family of Esther K. Barry, of which the reporting person is a trustee and has a potential remainder interest, through a limited liability company interest in the 2012 LLC
- Held by trust for the benefit of the family of Lucy K. Kalian, of which the reporting person is a trustee and has a potential remainder interest, through a limited liability company interest in the 2012 LLC
- Held by trust for the benefit of the family of Nadia K. Rodriguez, of which the reporting person is a trustee and has a potential remainder interest, through a limited liability company interest in the 2012 LLC
- Held by trust for the benefit of the family of Sossie K. Najarian, of which the reporting person is a trustee and has a potential remainder interest, through a limited liability company interest in the 2012 LLC
- Held by Ara K. Hovnanian Family 1994 long-term trusts, of which the reporting person is trustee, including shares held through a partnership interest in the Kevork S. Hovnanian Family Limited Partnership (the "Limited Partnership")
- Held by Sirwart Hovnanian, Ara K. Hovnanian, Sossie K. Najarian, Esto K. Barry, Lucy K. Kalian and Nadia K. Rodriguez, Executors of the Estate of Kevork S. Hovnanian, Deceased (the "Executors"). The reporting person is special purpose Executor with respect to investments in securities of the Issuer.
- Held by Esther K. Barry Family 1994 long-term trusts, of which the reporting person is a trustee and has a potential remainder interest, through a partnership interest in the Limited Partnership
- Held by Lucy K. Kalian Family 1994 long-term trusts, of which the reporting person is a trustee and has a potential remainder interest, through a partnership interest in the Limited Partnership
- Held by Nadia K. Rodriguez Family 1994 long-term trusts, of which the reporting person is a trustee and has a potential remainder interest, through a partnership interest in the Limited Partnership
- Held by Sossie K. Najarian Family 1994 long-term trusts, of which the reporting person is a trustee and has a potential remainder interest, through a partnership interest in the Limited Partnership

Nancy A. Marrazzo Attorney-in-Fact      01/06/2015

\*\* Signature of Reporting Person      Date

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

\* 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).

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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