SORSBY J LARRY

Form 4

December 08, 2005

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

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

may continue. See Instruction

1(b).

(Last)

(Instr. 3)

Security

or Exercise

Form 5

obligations

(Print or Type Responses)

1. Name and Address of Reporting Person *

(First)

SORSBY J LARRY

10 HIGHWAY 35

RED BANK, NJ 07701

2. Issuer Name and Ticker or Trading

Symbol

HOVNANIAN ENTERPRISES INC

3. Date of Earliest Transaction

[HOV]

(Month/Day/Year) 12/06/2005

(Middle)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

_X__ Director 10% Owner

X_ Officer (give title Other (specify below) below)

Exec. VP and CFO 6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Securities Owned Following

5. Amount of Beneficially

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I)

Ownership (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

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

any

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(Month/Day/Year)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount of Derivative Conversion (Month/Day/Year) Execution Date, if **Transaction**Derivative **Expiration Date Underlying Securities**

Code

Securities

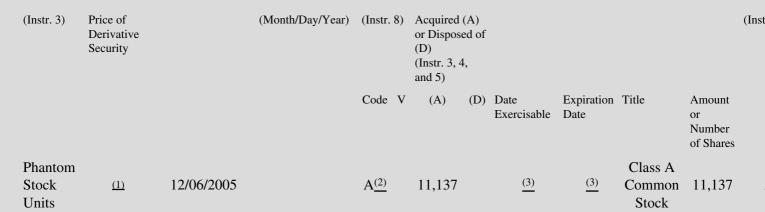
(Instr. 3 and 4)

8. Pı

Deri

Secu

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Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SORSBY J LARRY 10 HIGHWAY 35 RED BANK, NJ 07701 | X | | Exec. VP and CFO | |

Signatures

Nancy Marrazzo 12/08/2005

**Signature of Person Date

**Reporting Person

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) 1-for-1
- (2) Grant of Deferred Share Award subject to vesting.

The Deferred Share Award vests in 25% increments beginning on November 1, 2006 and distribution must be made as soon as practicable after vesting unless the reporting person has previously elected to defer such distributions. The reporting person has already

- (3) elected to defer such distributions with respect to the portions of the Deferred Share Award vesting in 2006 and 2007. Payout of such portions will be made on January 1, 2009 and January 1, 2010, respectively, or upon occurrence of certain other events set forth under the terms of the Deferred Compensation Plan.
- (4) N/A

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.

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