

Edgar Filing: HOVNIANIAN ENTERPRISES INC - Form FWP

HOVNIANIAN ENTERPRISES INC  
Form FWP  
June 06, 2006

Filed pursuant to Rule 433

Registration Nos. 333-134721

333-134721-01

Dated June 5, 2006

|                         |  |
|-------------------------|--|
| Issuer:                 | K. Hovnanian Enterprises, Inc.                 |
| Security Description:   | Senior Notes                                   |
| Distribution:           | SEC Registered                                 |
| Face:                   | \$250,000,000                                  |
| Gross Proceeds:         | \$250,000,000                                  |
| Net Proceeds to Issuer: | \$247,687,500                                  |
| Coupon:                 | 8.625%   |
| Maturity:               | January 15, 2017                               |
| Offering Price:         | 100.000%                                       |
| Yield to Maturity:      | 8.625%   |
| Spread to Treasury:     | +361bps  |
| Benchmark:              | UST 5.125% due 5/15/2016                       |
| Ratings:                | Ba1/BB (positive)                              |
| Interest Pay Dates:     | January 15 and July 15                         |
| Beginning:              | July 15, 2006                                  |
| Optional Redemption:    | Makewhole call at T+50bps                      |
| Change of control:      | Put at 101% of principal plus accrued interest |
| Trade Date:             | June 5, 2006                                   |
| Settlement Date:        | (T+5) June 12, 2006                            |
| CUSIP:                  | 442488 BA 9                                    |
| ISIN:                   | US442488BA93                                   |

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Bookrunners:

JPMorgan  
Banc of America Securities LLC  
Citigroup  
Credit Suisse

Co-Managers:

UBS Investment Bank  
Wachovia Securities  
PNC Capital Markets LLC  
RBS Greenwich Capital  
BNP Paribas  
KeyBanc Capital Markets  
SunTrust Robinson Humphrey  
Comerica Securities

Comment:

The underwriters have informed the Company that they intend to create a syndicate short position in the Notes. The underwriters expect to settle the short position in the market; however, if the underwriters determine it is prudent to do so, and if they subsequently reach an agreement with the Company to do so, may elect to cover the short position with the purchase of additional Notes from the Company. The final prospectus will be revised to make clear that the prospectus will apply to both the offering of Notes set forth above and any Notes delivered as part of the short position (to the extent the position is covered by a purchase of additional Notes by the Underwriters from the Company).

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling collect 1-212-270-3994.

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