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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**SCHEDULE 13D**

(Rule 13d-101)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED  
PURSUANT TO § 240.13d-2(a)**

**Under the Securities Exchange Act of 1934  
(Amendment No. 17)\***

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**HOWARD HUGHES HOLDINGS INC.**

(Name of Issuer)

**Common Stock, par value \$0.01 per share  
(Title of Class of Securities)**

**44267T102  
(CUSIP Number)**

**Steve Milankov, Esq.  
Pershing Square Capital Management, L.P.  
787 Eleventh Avenue, 9th Floor  
New York, New York 10019  
(212) 813-3700**

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

**January 4, 2024  
(Date of Event Which Requires Filing of this Statement)**

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If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

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(1)	NAME OF REPORTING PERSON Pershing Square Capital Management, L.P.	
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
(3)	SEC USE ONLY	
(4)	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO (See Item 3)	
(5)	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/>	
(6)	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(7)	SOLE VOTING POWER NONE
	(8)	SHARED VOTING POWER 18,852,064
	(9)	SOLE DISPOSITIVE POWER NONE
	(10)	SHARED DISPOSITIVE POWER 18,852,064
(11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 18,852,064	
(12)	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) <input type="checkbox"/>	
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 37.6%*	
(14)	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IA	

\* This calculation is based on 50,078,903 shares of Common Stock, par value \$0.01 per share (“Common Stock”), outstanding as of October 30, 2023, as reported in the Issuer’s Form 10-Q for the quarter ending September 30, 2023 (“Form 10-Q”) filed on November 6, 2023.

(1)	NAME OF REPORTING PERSON PS Management GP, LLC	
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
(3)	SEC USE ONLY	
(4)	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO (See Item 3)	
(5)	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/>	
(6)	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(7)	SOLE VOTING POWER NONE
	(8)	SHARED VOTING POWER 18,852,064
	(9)	SOLE DISPOSITIVE POWER NONE
	(10)	SHARED DISPOSITIVE POWER 18,852,064
(11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 18,852,064	
(12)	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) <input type="checkbox"/>	
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 37.6%*	
(14)	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) OO	

\* This calculation is based on 50,078,903 shares of Common Stock outstanding as of October 30, 2023, as reported in the Issuer's Form 10-Q filed on November 6, 2023.

(1)	NAME OF REPORTING PERSON William A. Ackman	
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
(3)	SEC USE ONLY	
(4)	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO (See Item 3)	
(5)	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/>	
(6)	CITIZENSHIP OR PLACE OF ORGANIZATION United States	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(7)	SOLE VOTING POWER NONE
	(8)	SHARED VOTING POWER 18,852,064
	(9)	SOLE DISPOSITIVE POWER NONE
	(10)	SHARED DISPOSITIVE POWER 18,852,064
(11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 18,852,064	
(12)	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) <input type="checkbox"/>	
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 37.6%*	
(14)	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN	

\* This calculation is based on 50,078,903 shares of Common Stock outstanding as of October 30, 2023, as reported in the Issuer's Form 10-Q filed on November 6, 2023.

This amendment No. 17 (the “Amendment No. 17”) to Schedule 13D relates to the Schedule 13D filed on December 4, 2019 (the “Original Schedule 13D”, as amended and supplemented through the date of this Amendment No. 17, the “Schedule 13D”) by (i) Pershing Square Capital Management, L.P., a Delaware limited partnership (“Pershing Square”), (ii) PS Management GP, LLC, a Delaware limited liability company (“PS Management”) and (iii) William A. Ackman, a citizen of the United States (together with Pershing Square and PS Management, the “Reporting Persons”) relating to the Common Stock of Howard Hughes Holdings Inc., a Delaware corporation (the “Issuer”).

Capitalized terms used but not defined in this Amendment No. 17 shall have the meanings set forth in the Schedule 13D.

Except as specifically amended by this Amendment No. 17, the Schedule 13D is unchanged.

#### **Item 1. Security and Issuer**

Item 1 of the Original Schedule 13D is hereby amended and supplemented by replacing the second and third paragraphs therein with the following information:

“The Reporting Persons beneficially own 18,852,064 shares of Common Stock (the “Subject Shares”).

The Subject Shares represent approximately 37.6% of the outstanding shares of Common Stock, based on 50,078,903 shares of Common Stock outstanding as of October 30, 2023, as reported in the Issuer’s Form 10-Q filed on November 6, 2023.”

#### **Item 3. Source and Amount of Funds or Other Consideration**

Item 3 of the Original Schedule 13D is hereby amended and supplemented by adding the following information:

The source of funding for the transactions pursuant to which the Reporting Persons obtained beneficial ownership of the Subject Shares was derived from the respective capital of the Pershing Square Funds set out in Exhibit 99.18.

#### **Item 5. Interest in Securities of the Issuer**

Item 5(c) of the Original Schedule 13D is hereby amended and supplemented by adding the following information:

“Exhibits 99.16, 99.17 and 99.18, which are incorporated by reference into this Item 5(c) as if restated in full describes all of the transactions in the Common Stock or derivatives relating to Common Stock that were effected in the past 60 days by the Reporting Persons for the benefit of the Pershing Square Funds. Except as set forth in Exhibits 99.16, 99.17 and 99.18 attached hereto (and attached to Amendment No. 15 and No. 16 in the case of Exhibit 99.16 and 99.17, respectively), no reportable transactions were effected by any Reporting Person within the last 60 days.”

#### **Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer**

Item 6 of the Original Schedule 13D is hereby amended and supplemented by adding the following information:

“The Pershing Square Funds have previously entered into a Rule 10b5-1 Purchase Plan (the “Plan”) to purchase additional shares of Common Stock to bring the Reporting Persons’ beneficial ownership to approximately 39% of the outstanding Common Stock of the Issuer which would be under the 40% threshold for which they have a waiver under Section 203 of the Delaware General Corporation Law from the Board of Directors of the Issuer (as filed as Exhibit 99.12).

As of the close of trading on January 4, 2024, by notice to the broker as set out in the Plan, the Pershing Square Funds terminated such Plan and the total Reporting Persons’ beneficial ownership is 37.6%.”

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#### **Item 7. Material to be Filed as Exhibits**

Item 7 of the Original Schedule 13D is hereby amended and supplemented by adding a reference to the following exhibit:

Exhibit 99.18      Trading data.

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**SIGNATURE**

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: January 4, 2024

**PERSHING SQUARE CAPITAL MANAGEMENT, L.P.**

By: PS Management GP, LLC, its General Partner

By /s/ William A. Ackman  
William A. Ackman  
Managing Member

**PS MANAGEMENT GP, LLC**

By /s/ William A. Ackman  
William A. Ackman  
Managing Member

/s/ William A. Ackman  
William A. Ackman

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## INDEX TO EXHIBITS

<b><u>Exhibit</u></b>	<b><u>Description</u></b>
Exhibit 99.1	Joint Filing Agreement, dated as of December 4, 2019, among Pershing Square, PS Management and William A. Ackman.*
Exhibit 99.2	Trading data.*
Exhibit 99.3	Form of Confirmation for Forward Purchase Contracts.*
Exhibit 99.4	Registration Rights Agreement.*
Exhibit 99.5	Trading data.*
Exhibit 99.6	Share Purchase Agreement (incorporated by reference and attached as Exhibit 1.2 of the Issuer's Form 8-K filed March 31, 2020).*
Exhibit 99.7	Lock-up Letter Agreement, dated March 27, 2020, from Pershing Square, on behalf of the Pershing Square Funds, to BofA Securities, Inc., J.P. Morgan Securities, LLC and Wells Fargo Securities, LLC, as representatives of the several underwriters listed in the underwriting agreement for the public offering.*
Exhibit 99.8	Form of Confirmation for Put Options.*
Exhibit 99.9	Trading data.*
Exhibit 99.10	Trading data.*
Exhibit 99.11	Trading data.*
Exhibit 99.12	10b5-1 Purchase Plan.*
Exhibit 99.13	Trading data.*
Exhibit 99.14	Trading data.*
Exhibit 99.15	Trading data.*
Exhibit 99.16	Trading data.*
Exhibit 99.17	Trading data.*
Exhibit 99.18	Trading data.

\* Previously Filed

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Name	Trade Date	Buy/Sell	No. of Shares / Quantity	Unit Cost	Strike Price	Trade Amount	Security	Expiration Date
Pershing Square Holdings, Ltd.	November 29, 2023	Buy	60,345	\$ 74.18	N/A	\$ 4,476,235	Common Stock	N/A
Pershing Square Holdings, Ltd.	November 30, 2023	Buy	28,170	\$ 73.55	N/A	\$ 2,071,782	Common Stock	N/A
Pershing Square Holdings, Ltd.	December 1, 2023	Buy	38,641	\$ 74.28	N/A	\$ 2,870,424	Common Stock	N/A
Pershing Square Holdings, Ltd.	December 4, 2023	Buy	2,849	\$ 74.92	N/A	\$ 213,455	Common Stock	N/A
Pershing Square Holdings, Ltd.	December 6, 2023	Buy	3,054	\$ 74.86	N/A	\$ 228,635	Common Stock	N/A
Pershing Square Holdings, Ltd.	December 7, 2023	Buy	8,487	\$ 74.86	N/A	\$ 635,374	Common Stock	N/A
Pershing Square Holdings, Ltd.	December 8, 2023	Buy	209	\$ 74.99	N/A	\$ 15,672	Common Stock	N/A
Pershing Square Holdings, Ltd.	December 11, 2023	Buy	88	\$ 74.96	N/A	\$ 6,596	Common Stock	N/A
Pershing Square, L.P.	November 29, 2023	Buy	5,971	\$ 74.18	N/A	\$ 442,913	Common Stock	N/A
Pershing Square, L.P.	November 30, 2023	Buy	2,787	\$ 73.55	N/A	\$ 204,972	Common Stock	N/A
Pershing Square, L.P.	December 1, 2023	Buy	3,823	\$ 74.28	N/A	\$ 283,989	Common Stock	N/A
Pershing Square, L.P.	December 4, 2023	Buy	282	\$ 74.92	N/A	\$ 21,128	Common Stock	N/A
Pershing Square, L.P.	December 6, 2023	Buy	302	\$ 74.86	N/A	\$ 22,609	Common Stock	N/A
Pershing Square, L.P.	December 7, 2023	Buy	840	\$ 74.86	N/A	\$ 62,886	Common Stock	N/A
Pershing Square, L.P.	December 8, 2023	Buy	21	\$ 74.99	N/A	\$ 1,575	Common Stock	N/A
Pershing Square, L.P.	December 11, 2023	Buy	9	\$ 74.96	N/A	\$ 675	Common Stock	N/A
Pershing Square International, Ltd.	November 29, 2023	Buy	2,555	\$ 74.18	N/A	\$ 189,523	Common Stock	N/A
Pershing Square International, Ltd.	November 30, 2023	Buy	1,193	\$ 73.55	N/A	\$ 87,740	Common Stock	N/A
Pershing Square International, Ltd.	December 1, 2023	Buy	1,636	\$ 74.28	N/A	\$ 121,529	Common Stock	N/A
Pershing Square International, Ltd.	December 4, 2023	Buy	120	\$ 74.92	N/A	\$ 8,991	Common Stock	N/A
Pershing Square International, Ltd.	December 6, 2023	Buy	129	\$ 74.86	N/A	\$ 9,657	Common Stock	N/A
Pershing Square International, Ltd.	December 7, 2023	Buy	359	\$ 74.86	N/A	\$ 26,876	Common Stock	N/A
Pershing Square International, Ltd.	December 8, 2023	Buy	9	\$ 74.99	N/A	\$ 675	Common Stock	N/A
Pershing Square International, Ltd.	December 11, 2023	Buy	3	\$ 74.96	N/A	\$ 225	Common Stock	N/A