FORM 4

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

Washington, D.C. 20

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

									vestment Co	mpany Act			_				
1. Name and Address of Reporting Person* Pershing Square Capital Management, L.P.				2. Issuer Name and Ticker or Trading Symbol Howard Hughes Corp [HHC]								(Ch) to Issuer)% Owner ther (specify	
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 12/20/2022								below) below)				
787 ELEVENTH AVENUE 9TH FLOOR			4										Individual or Joint/Group Filing (Check Applicable Line)				
(Street) NEW YO	ORK NY	Y	10019								Form filed by One Reporting Person X Form filed by More than One Reporting Person						
(City)	(St	ate)	(Zip)														
		Tab	le I - Non-Deri	vativ	re Se	curit	ties /	Acq	uired, Dis	posed o	f, or E	3ene	ficia	Ily Own	ed		
,,,,,		2. Transaction Date (Month/Day/Year)	te Exec onth/Day/Year) if any		Deemed ecution Date, iny onth/Day/Year)		sactio	on Disposed	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
						Code V		Amount	Amount (A) or (D)		Price		rted saction(s) . 3 and 4)	(Instr. 4)			
Common stock, par value \$0.01 per share		12/20/2022				P ⁽⁴⁾		12,642	2 A ⁽⁴⁾	\$74.8	34(4)	15,	850,171	I See footnotes ⁽¹⁾⁽		otes(1)(2)	
Common stock, par value \$0.01 per share		12/21/2022				P ⁽⁴⁾		7,387	7,387 A ⁽⁴⁾ \$74.9		9(4)	15,857,558		I	See footnotes ⁽¹⁾⁽²⁾ (3)(4)(5)		
Common stock, par value \$0.01 per share		12/22/2022				P ⁽⁴⁾		31,423	31,423 A ⁽⁴⁾		74.37 ⁽⁴⁾ 15,888,981		I	See footno	otes ⁽¹⁾⁽²⁾		
		-	Table II - Deriva (e.g., ¡						ired, Dispoptions,						t		
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercis or Exercis Price of Derivative Security		3. Transaction Date (Month/Day/Yea	3A. Deemed Execution Date, if any (Month/Day/Year	Co	Transaction Code (Instr. 8) S		of E		Expiration D	Date Exercisable and tpiration Date lonth/Day/Year)		e and unt of rities rlying ative rity (In:	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)
				Co	ode V	,	(A)	D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar	ber				
		Reporting Perso	on* nnagement, L.	<u>Р.</u>						,	1	*				,	
(Last) 787 ELE	VENTH A	(First) VENUE	(Middle)														

(Last)	(First)	(Middle)						
787 ELEVENTH	AVENUE							
9TH FLOOR								
(Street)								
NEW YORK	NY	10019						
(City)	(State)	(Zip)						
1. Name and Address	of Reporting Person*							
PS Managemen	nt GP, LLC							
,								
(Last)	(First)	(Middle)						
787 ELEVENTH AVENUE								
9TH FLOOR								
(Street)								
NEW YORK	NY	10019						
(City)	(State)	(Zip)						

1. Name and Address of Reporting Person* ACKMAN WILLIAM A							
(Last) 787 ELEVENTE 9TH FLOOR	(First) H AVENUE	(Middle)					
(Street) NEW YORK	NY	10019					
(City)	(State)	(Zip)					

Explanation of Responses:

- 1. In addition to Pershing Square Capital Management, L.P., a Delaware limited partnership ("Pershing Square"), this Form 4 is being filed jointly by PS Management GP, LLC, a Delaware limited liability company ("PS Management"), and William A. Ackman, a citizen of the United States of America (collectively, the "Reporting Persons"), each of whom has the same business address as Pershing Square and may be deemed to have a pecuniary interest in securities reported on this Form 4 (the "Subject Securities").
- 2. Pershing Square advises the accounts of Pershing Square, L.P., a Delaware limited partnership ("PS"), Pershing Square International, Ltd., a Cayman Islands exempted company ("PS International"), and Pershing Square Holdings, Ltd., a limited liability company incorporated in Guernsey ("PSH" and together with PS and PS International, the "Pershing Square Funds").
- 3. Pershing Square, as the investment adviser to the Pershing Square Funds, may be deemed to be the beneficial owner of the Subject Securities for purposes of Rule 16a-1(a) under the Securities Exchange Act of 1934. As the general partner of Pershing Square, PS Management may be deemed to be the beneficial owner of the Subject Securities for purposes of Rule 16a-1(a). By virtue of Mr. Ackman's position as Chief Executive Officer of Pershing Square and managing member of PS Management, Mr. Ackman may be deemed to be the beneficial owner of the Subject Securities for purposes of Rule 16a-1(a). Each of the Reporting Persons disclaims any beneficial ownership of any of the Subject Securities, except to the extent of any pecuniary interest therein.
- 4. This Form 4 is being filed as a result of purchases in compliance with Rule 10b-18 and Rule 10b5-1 under the Securities Exchange Act of 1934 (the "Plan"). Purchases are conducted and allocated among the Pershing Square Funds as further detailed in the Plan set out in the Schedule 13D/A of the Reporting Persons dated December 5, 2022 as filed December 7, 2022.
- 5. Mr. Ackman, a member of the board of directors of the Issuer of the Subject Securities, was elected to that board as a representative of Pershing Square, PS Management, the Pershing Square Funds and Pershing Square GP, LLC. As a result, each of those entities are directors by deputization for purposes of Section 16 of the Securities Exchange Act of 1934.

Remarks:

Pershing Square Capital
Management, L.P., By: PS
Management GP, LLC, its
General Partner, By: /s/
William A. Ackman,
Managing Member
PS Management GP, LLC, By: /s/ William A. Ackman,
Managing Member
/s/ William A. Ackman
12/22/2022

Date

** Signature of Reporting Person

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.