Instruction 1(b)

FORM 4

1. Name and Address of Reporting Person

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, I	D.C. 20549
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

5. Relationship of Reporting Person(s) to Issuer

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

2. Issuer Name and Ticker or Trading Symbol

Orrock Kevin						<u>ward</u>	Hug	g <u>hes</u>	<u>Corp</u>	[HÏH	IC]			(Chec		tor er (give title	Ü	10% Ov Other (s		
(Last) (First) (Middle) 9950 WOODLOCH FOREST DRIVE SUITE 1100						3. Date of Earliest Transaction (Month/Day/Year) 02/08/2021									President, Summerlin					
(Street) THE WOODL (City)			7380 Zip)		4. If A	Line) X Form filed b									filed by On	oint/Group Filing (Check Applicable ed by One Reporting Person ed by More than One Reporting				
(Oity)	(0)	, ,		n Doriva	tivo 9	20011	ritios	Λ α α	uirod	Die	nosad of	or F	Popol	iciall	v Own	od.				
Table I - Non-Derivat 1. Title of Security (Instr. 3) 2. Transact Date (Month/Day)					tion 2A. Deemed Execution Date,			3. Transaction Code (Instr. 8) 4. Securities Disposed Of 5)			es Acqu	uired (A	A) or	5. Amo Securit Benefic	unt of ies cially Following	Form:	: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) or (D)		rice	Transa	action(s) 3 and 4)			(111341. 4)	
Common stock, \$0.01 par value per share 02/08/2					2021			A		1,323(1)	A	A	\$ <mark>0</mark>	16,975			D			
Common stock, \$0.01 par value per share 02/08/2					2021			A		1,323(2)	A	A	\$ <mark>0</mark>	18	18,298		D			
		Tal									osed of, o				Owne	d				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year)		on Date,	4. Transaction Code (Instr. 8)		of	ired r osed) r. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration Exercisable Date			7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4) Amou or Numb of Title Share		unt per		9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	y [0]	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

Explanation of Responses:

- 1. Time-Vested Restricted Stock Award granted on February 8, 2021 under The Howard Hughes Corporation 2020 Equity Incentive Plan, with twenty percent (20%) of the total number of granted shares vesting on the following dates: February 8, 2022, December 31, 2022, December 31, 2023, December 31, 2024 and December 31, 2025.
- 2. Performance-Based Restricted Stock Award granted on February 8, 2021 under The Howard Hughes Corporation 2020 Equity Incentive Plan, which cliff vests, if at all, on December 31, 2025 based upon achievement of certain shareholder returns

/s/ Peter F. Riley, Attorney-infact for Kevin Orrock

02/10/2021

** 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.

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.