SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 2)

The Howard Hughes Corporation (Name of Issuer)

COMMON STOCK, \$0.01 PAR VALUE PER SHARE (Title of Class of Securities)

44267D107 (CUSIP Number)

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Toronto, Ontario M5J 2T3
Telephone: (416) 956-5182
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

Copy to:

Gregory B. Astrachan, Esq. Michael A. Schwartz, Esq. Willkie Farr & Gallagher LLP 787 Seventh Avenue New York, NY 10019-6099 (212) 728-8000

June 8, 2012 (Date of Event Which Requires Filing of This Statement)

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.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

* 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).

NAMES OF REPORTING PERSONS

1	Brookfield Retail Holdings HHC LLC							
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) 0 (b) b							
3	SEC USE ONLY							
4	SOURCE WC	OF FUND	S					
5	CHECK B	OX IF DI	SCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)					
6	CITIZENS Delaware	SHIP OR I	PLACE OF ORGANIZATION					
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7 8 9 10	SOLE VOTING POWER 0 SHARED VOTING POWER 6,257,951* SOLE DISPOSITIVE POWER 0 SHARED DISPOSITIVE POWER 6,257,951*					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON 6,257,951*							
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o							
13	14.98%* TYPE OF REPORTING PERSON							
14 * By vi	OO rtue of certai	n voting ri	ghts, the Reporting Person may be deemed to share beneficial ownership of 6,257,951 shares of Common Stock held by all					

of the Reporting Persons in the aggregate, representing 14.98% of the shares of Common Stock. See Item 5.

1

NAMES OF REPORTING PERSONS

Brookfield Retail Holdings II LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) 0 (b) b SEC USE ONLY SOURCE OF FUNDS WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 SOLE VOTING POWER SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 10 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON 6,257,951* CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (II) EXCLUDES CERTAIN SHARES CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (III) 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (III) 14.9896* TYPE OF REPORTING PERSON									
3 SOURCE OF FUNDS WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO HTEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 O SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 10 SHARED VOTING POWER 6,257,951* 6,257,951* SOLE DISPOSITIVE POWER 6,257,951* 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON 6,257,951* CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (II) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (II) 14,98%* TYPE OF REPORTING PERSON		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP							
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11		ACCDEC	ATEL ARA						
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 14.98%* TYPE OF REPORTING PERSON	11	AGGREG	AIE AMU	JUNI BENEFICIALLY OWNED BY EACH PERSON					
12 o PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13 14.98%* TYPE OF REPORTING PERSON									
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 14.98%* TYPE OF REPORTING PERSON	17	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES							
13 14.98%* TYPE OF REPORTING PERSON	14								
14.98%* TYPE OF REPORTING PERSON	40	PERCENT							
TYPE OF REPORTING PERSON	13	14.98%*							
14			REPORT	TNG PERSON					
	14								
OO * By virtue of certain voting rights, the Reporting Person may be deemed to share beneficial ownership of 6,257,951 shares of Common Stock held b	* D., .,;		n voting ri	ghts, the Reporting Person may be deemed to share beneficial symmethin of 6.257.051 shares of Common Stock hold by all					

of the Reporting Persons in the aggregate, representing 14.98% of the shares of Common Stock. See Item 5.

	NAMES OF REPORTING PERSONS						
1	Brookfield Retail Holdings III LLC						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP						
2	(a) o						
	(a) 0 (b) þ						
	SEC USE	ONLY					
3							
4	SOURCE	OF FUNI	OS .				
4	WC						
		OX IF D	ISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)				
5							
	0 CITIZENS	SHID OD	PLACE OF ORGANIZATION				
6	CITIZEN	JIIIF OK	FLACE OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
NITIMI	BER OF	7					
	ARES		SHARED VOTING POWER				
	ICIALLY	8					
	ED BY		6,257,951* SOLE DISPOSITIVE POWER				
	ACH ORTING	9	SOLE DISPOSITIVE POWER				
	RSON	9	0				
W	ITH	4.0	SHARED DISPOSITIVE POWER				
		10	6.257.051*				
	AGGREG	ATE AM	6,257,951* OUNT BENEFICIALLY OWNED BY EACH PERSON				
11			OULT DELICE TO THE DI ENGLI PROGET				
	6,257,951*						
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES				
12	0						
		T OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)				
13	14.000/*						
	14.98%* TYPE OF	REPORT	TING PERSON				
TYPE OF REPORTING PERSON			ING LINGOT				
•	00						

^{*} By virtue of certain voting rights, the Reporting Person may be deemed to share beneficial ownership of 6,257,951 shares of Common Stock held by all of the Reporting Persons in the aggregate, representing 14.98% of the shares of Common Stock. See Item 5.

1	NAMES OF REPORTING PERSONS Brookfield Retail Holdings IV-A LLC							
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP							
2	(a) o (b) þ							
3	SEC USE	ONLY						
4	SOURCE	OF FUNI	DS .					
5		BOX IF D	ISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)					
6		SHIP OR	PLACE OF ORGANIZATION					
	Delawate		SOLE VOTING POWER					
		7						
	BER OF ARES		0 SHARED VOTING POWER					
	FICIALLY	8	SHARED VOILING FOWER					
OWN	NED BY	•	185,357*					
	ACH		SOLE DISPOSITIVE POWER					
	ORTING RSON	9	0					
W	/ITH	4.0	SHARED DISPOSITIVE POWER					
		10	185,357*					
	AGGREG	ATE AM	OUNT BENEFICIALLY OWNED BY EACH PERSON					
11	185,357*							
10	CHECK I	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
12	b	l b						
4.5		T OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)					
13	0.5%*							
		REPORT	TING PERSON					
14		THE OF REPORTED PROOF						
1	00							

^{*} The Reporting Person may be deemed to be a member of a "group" with the other Reporting Persons and, therefore, may be deemed beneficially own the 6,257,951 shares of Common Stock held by all of the Reporting Persons in the aggregate, representing 14.98% of the shares of Common Stock. See Item 5.

1	NAMES OF REPORTING PERSONS Brookfield Retail Holdings IV-B LLC							
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) o (b) b							
3	SEC USE	ONLY						
4	SOURCE WC	OF FUNI	DS .					
5		BOX IF D	ISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)					
6		SHIP OR	PLACE OF ORGANIZATION					
SH	BER OF	7	SOLE VOTING POWER 0 SHARED VOTING POWER					
OWN EA REPO	FICIALLY NED BY ACH ORTING RSON	9	369,967* SOLE DISPOSITIVE POWER 0					
	/ITH	10	SHARED DISPOSITIVE POWER 369,967*					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON 369,967*							
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES b							
13	PERCEN' 1.0%*	Γ OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)					
14	TYPE OF REPORTING PERSON OO							

^{*} The Reporting Person may be deemed to be a member of a "group" with the other Reporting Persons and, therefore, may be deemed beneficially own the 6,257,951 shares of Common Stock held by all of the Reporting Persons in the aggregate, representing 14.98% of the shares of Common Stock. See Item 5.

1	NAMES OF REPORTING PERSONS Brookfield Retail Holdings IV-C LLC								
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP								
_	(b) þ								
3	SEC USE	ONLY							
4	SOURCE WC	OF FUNI)S						
5		BOX IF D	ISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)						
6		SHIP OR	PLACE OF ORGANIZATION						
NUM	BER OF	7	SOLE VOTING POWER 0						
SH BENEF	ARES FICIALLY NED BY	8	SHARED VOTING POWER 123,947*						
REPO	ACH ORTING RSON	9	SOLE DISPOSITIVE POWER 0						
W	/ITH	10	SHARED DISPOSITIVE POWER 123,947*						
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON 123,947*								
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES b								
13	PERCEN 0.3%*	Γ OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)						
14	TYPE OF REPORTING PERSON OO								

^{*} The Reporting Person may be deemed to be a member of a "group" with the other Reporting Persons and, therefore, may be deemed beneficially own the 6,257,951 shares of Common Stock held by all of the Reporting Persons in the aggregate, representing 14.98% of the shares of Common Stock. See Item 5.

	NAME OF REPORTING PERSONS						
1	Brookfield Retail Holdings IV-D LLC						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP						
2	(a) o						
	(b) þ						
3	SEC USE	ONLY					
	SOURCE	OF FUNI	OS .				
4	WC						
_		OX IF DI	SCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)				
5	0						
_		SHIP OR	PLACE OF ORGANIZATION				
6	Delaware	Delaware					
SOLE VOTING POWER							
		7					
	BER OF ARES		0 SHARED VOTING POWER				
BENEF	ICIALLY	8					
	NED BY ACH		123,947* SOLE DISPOSITIVE POWER				
	RTING	9	SOLE DISPOSITIVE FOWER				
	RSON		0				
W	TTH	10	SHARED DISPOSITIVE POWER				
			123,947*				
11	AGGREG	ATE AMO	OUNT BENEFICIALLY OWNED BY EACH PERSON				
11	123,947*						
40	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
12	b						
4.5	r	Γ OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)				
13	0.3%*						
1.1	TYPE OF	REPORT	TING PERSON				
14	00						

^{*} The Reporting Person may be deemed to be a member of a "group" with the other Reporting Persons and, therefore, may be deemed beneficially own the 6,257,951 shares of Common Stock held by all of the Reporting Persons in the aggregate, representing 14.98% of the shares of Common Stock. See Item 5.

_	NAME OF REPORTING PERSONS						
1	Brookfield Retail Holdings V LP						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP						
2	2 (a) o						
	(b) þ	ONTH					
3	SEC USE	ONLY					
4	SOURCE	OF FUNI	OS .				
4	WC						
_		OX IF D	SCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)				
5	0						
		SHIP OR	PLACE OF ORGANIZATION				
6	Delaware						
SOLE VOTING POWER							
		7					
	BER OF ARES		0 SHARED VOTING POWER				
	CICIALLY	8					
	NED BY		417,115*				
	ACH DRTING	9	SOLE DISPOSITIVE POWER				
	RSON	9	0				
W	TTH	4.0	SHARED DISPOSITIVE POWER				
		10	417,115*				
	AGGREG	ATE AM	OUNT BENEFICIALLY OWNED BY EACH PERSON				
11	417 11F*						
		417,115* CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
12		CILLON BONTH TILL NOONED THE NEW (II) ENCEDED CERTIFICOTION OF THE PROPERTY OF					
	b DEDCEN	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	I EKCEN.	I OF CLA	SS KEI KESENTED DI AMOUNI IN KOW (II)				
	1.1%*						
14	TYPE OF	REPORT	TING PERSON				
14	PN						

^{*} The Reporting Person may be deemed to be a member of a "group" with the other Reporting Persons and, therefore, may be deemed beneficially own the 6,257,951 shares of Common Stock held by all of the Reporting Persons in the aggregate, representing 14.98% of the shares of Common Stock. See Item 5.

AF CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) 0 (b) b SEC USE ONLX 3 SEC USE ONLX AF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Canada 7 SOLE VOTING POWER SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON (257,951* CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (II) EXCLUDES CERTAIN SHARES CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (III) 14,9896* TYPE OF REPORTING PERSON (C) TYPE OF REPORTING PERSON									
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	NAME OF REPORTING PERSONS							
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		10	6,257,951*					
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	6,257,951* CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES							
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13	PERCEN	Γ OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)					
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_		TYPE OF REPORTING PERSON						
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	NAME OF REPORTING PERSONS							
1	Brookfield Holdings Canada Inc.							
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4	SOURCE	OF FUNI	OS Control of the con					
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6,257,951*								
12	CHECK I	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
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17	PERCEN'	Γ OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)					
13	14.98%*							
4.4	TYPE OF	REPORT	TING PERSON					
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I	50	CU						

	NAME O	F REPOR	TING PERSONS					
1	Brookfield Asset Management Private Institutional Capital Adviser (Canada) LP							
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP							
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3	SEC USE	ONLY						
4	SOURCE	OF FUNI	DS .					
5	CHECK I	BOX IF D	ISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)					
6	CITIZEN Canada	SHIP OR	PLACE OF ORGANIZATION					
		7	SOLE VOTING POWER					
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o							
13	PERCEN 14.98%*	Γ OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)					
14	TYPE OF REPORTING PERSON PN							

	NAME OF REPORTING PERSONS					
1	Brookfield Private Funds Holdings Inc.					
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP					
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	(b) þ					
3 SEC USE ONLY						
4	SOURCE	OF FUNI	DS .			
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5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)					
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	6,257,951*					
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
14	0					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	14.98%*					
14		REPORT	TING PERSON			

	NAME OF REPORTING PERSONS				
1	Brookfield US Holdings Inc.				
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2	(a) o (b) þ				
3	SEC USE ONLY				
4	SOURCE OF FUNDS				
5	AF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)				
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44	AGGREG	ATE AM	OUNT BENEFICIALLY OWNED BY EACH PERSON		
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40	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES				
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13	14.98%*				
	TYPE OF REPORTING PERSON				
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^{*} By virtue of certain voting rights of Brookfield Retail Holdings HHC LLC, the Reporting Person may be deemed to share beneficial ownership of 6,257,951 shares of Common Stock held by all of the Reporting Persons in the aggregate, representing 14.98% of the shares of Common Stock. See Item 5.

	NAME OF REPORTING PERSONS				
1	Brookfield US Corporation				
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2	(a) o (b) þ				
3	SEC USE ONLY				
4	SOURCE OF FUNDS				
5	AF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)				
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	AGGREG	ATE AM	OUNT BENEFICIALLY OWNED BY EACH PERSON		
11	6,257,951*				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
14	14.98%* TYPE OF REPORTING PERSON CO				

^{*} By virtue of certain voting rights of Brookfield Retail Holdings HHC LLC, the Reporting Person may be deemed to share beneficial ownership of 6,257,951 shares of Common Stock held by all of the Reporting Persons in the aggregate, representing 14.98% of the shares of Common Stock. See Item 5.

Pursuant to Rule 13d-2 promulgated under the Act, this Schedule 13D (this "<u>Amendment No. 2</u>") amends the Schedule 13D filed on November 19, 2010 "<u>Original Schedule 13D</u>") and amended on February 3, 2012 ("<u>Amendment No. 1</u>" and, together with the Original Schedule 13D and this Amendment No. 2, the "<u>Schedule 13D</u>"). This Amendment No. 2 relates to the common stock, \$0.01 par value per share (the "<u>Common Stock</u>"), of The Howard Hughes Corporation, a Delaware corporation (the "<u>Company</u>").

On June 8, 2012, shares formerly held by Brookfield Retail Holdings LLC ("BRH") were distributed to its members pro rata in accordance with such members' interests in BRH and, following internal transfers between wholly-owned subsidiaries of US Corp. (defined below), were contributed by US Corp. to BRH HHC (defined below). This Amendment No. 2 is being filed to include BRH HHC as a Reporting Person on this Schedule 13D.

Item 2. Identity and Background

Item 2 of the Original Schedule 13D is hereby amended and restated in its entirety as follows:

- (a) This Schedule 13D is being filed by each of the following persons (each, a "Reporting Person" and collectively, the "Reporting Persons"):
 - (i) Brookfield Asset Management Inc. ("Brookfield"), a corporation formed under the laws of the Province of Ontario;
- (ii) Partners Limited ("Partners Limited"), a corporation formed under the laws of the Province of Ontario, that, collectively, with its shareholders, owns, directly or indirectly, exercises control or direction over, has contractual arrangements, such as options, to acquire or otherwise holds beneficial or economic interests in approximately 127 million Class A Limited Voting Shares, representing approximately 19% of the outstanding Class A Limited Voting Shares of Brookfield on a fully diluted basis, and 85,120 Class B Limited Voting Shares, representing 100% of the Class B Limited Voting Shares of Brookfield;
- (iii) Brookfield Holdings Canada Inc. ("BHC"), a corporation formed under the laws of the Province of Ontario and a wholly-owned subsidiary of Brookfield;
- (iv) Brookfield Private Funds Holdings Inc. ("<u>Brookfield Holdings</u>"), a corporation formed under the laws of the Province of Ontario and a whollyowned subsidiary of BHC;
- (v) Brookfield Asset Management Private Institutional Capital Adviser (Canada) LP ("<u>BAM Canada</u>"), a limited partnership formed under the laws of the Province of Manitoba, of which Brookfield Holdings is the sole general partner;
- (vi) Brookfield US Holdings Inc. ("<u>US Holdings</u>"), a corporation formed under the laws of the Province of Ontario and a wholly-owned subsidiary of Brookfield;
 - (vii) Brookfield US Corporation ("US Corp."), a Delaware corporation and a wholly-owned subsidiary of US Holdings;
- (viii) Brookfield Retail Holdings HHC LLC ("BRH HHC"), a Delaware limited liability corporation, of which BAM Canada is the sole managing member;
 - (ix) Brookfield Retail Holdings II LLC ("BRH II"), a Delaware limited liability company, of which BAM Canada is the sole managing member;
 - (x) Brookfield Retail Holdings III LLC ("BRH III"), a Delaware limited liability company, of which BAM Canada is the sole managing member;
- (xi) Brookfield Retail Holdings IV-A LLC ("BRH IV-A"), a Delaware limited liability company, of which BAM Canada is the sole managing member;
- (xii) Brookfield Retail Holdings IV-B LLC ("BRH IV-B"), a Delaware limited liability company, of which BAM Canada is the sole managing member:
- (xiii) Brookfield Retail Holdings IV-C LLC ("BRH IV-C"), a Delaware limited liability company, of which BAM Canada is the sole managing member;

- (xiv) Brookfield Retail Holdings IV-D LLC ("BRH IV-D"), a Delaware limited liability company, of which BAM Canada is the sole managing member; and
 - (xv) Brookfield Retail Holdings V LP ("BRH V"), a Delaware limited partnership, of which BAM Canada is the sole general partner.

Schedule I hereto, with respect to Brookfield, Schedule III hereto, with respect to Brookfield Holdings, Schedule IV hereto with respect to US Holdings., Schedule V hereto with respect to US Corp, Schedule VIII hereto with respect to BRH II, Schedule IX hereto with respect to BRH III, Schedule X hereto with respect to BRH IV-A, Schedule XI hereto with respect to BRH IV-B, Schedule XII hereto with respect to BRH IV-D, Schedule XIV hereto with respect to BRH V, Schedule XV hereto with respect to Partners Limited, Schedule XVI hereto with respect to BHC and Schedule XVII with respect to BRH HHC set forth lists of all of the directors and executive officers or persons holding equivalent positions (the "Scheduled Persons") of each such Reporting Person.

- (b) The principal business address of each of Brookfield, Brookfield Holdings, BAM Canada, Partners Limited and BHC is 181 Bay Street, Suite 300, Toronto, Ontario, Canada M5J 2T3. The principal address of each of, US Holdings, US Corp., BRH HHC, BRH II, BRH III, BRH IV-A, BRH IV-B, BRH IV-C, BRH IV-D and BRH V is Three World Financial Center, 200 Vesey Street, New York, NY 10281-1021. Schedule I, Schedule II, Schedule IV, Schedule VIII, Schedule XI, Schedule XII, Schedule XIII, Schedule XIV, Schedule XVI and Schedule XVIII hereto sets forth the principal business address of each Scheduled Person.
- (c) The principal business of Brookfield is to invest and operate businesses in the real estate, power generation and infrastructure sectors. The principal business of each of Partners Limited, BHC, Brookfield Holdings, US Holdings and US Corp. is to serve as an investment holding company. The principal business of BAM Canada is to serve as investment manager, managing member or general partner, as applicable, for a variety of certain private investment vehicles, including each of the Investment Vehicles (as defined below). The principal activity of each of BRH HHC, BRH II, BRH III, BRH IV-A, BRH IV-B, BRH IV-C, BRH IV-D, BRH V (each, an "Investment Vehicle") is to serve as a special purpose entity for the purpose of making certain investments in the Company and/or General Growth Properties, Inc. Schedule II, Schedule IV, Schedule V, Schedule VIII, Schedule IX, Schedule XI, Schedule XIII, Schedule XIV, Schedule XVI and Schedule XVII hereto set forth the principal occupation or employment of each Scheduled Person.
- (d),(e) During the last five years, none of the Reporting Persons nor any of the Scheduled Persons (i) has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree, or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.
- (f) Schedule I, Schedule IV, Schedule V, Schedule VIII, Schedule IX, Schedule XI, Schedule XII, Schedule XIII, Schedule XIV, Schedule XV, Schedule XVII and Schedule XVII hereto set forth the citizenships of each of the Scheduled Persons who is natural person.

Item 4. Purpose of the Transaction

Item 4 of the Original Schedule 13 is hereby amended to include the following.

On June 8, 2012, shares of the Company's Common Stock and Warrants formerly held by BRH were distributed to its members, Brookfield Retail Split LP ("Split LP") and BAM Canada, pro rata in accordance with such members' interest in BRH. Split LP distributed the shares of Common Stock and Warrants received by it to a wholly-owned subsidiaries of US Corp., and US Corp. and BAM Canada subsequently contributed such shares of Common Stock and Warrants to BRH HHC. At the conclusion of such transactions, BRH HHC held all shares of Common Stock and Warrants formerly held by BRH. BRH HHC became party to the Voting Agreement and is governed by an Operating Agreement in substantially the same form of Exhibit 5. For purposes of the Voting Agreement and the Operating Agreement, BRH HHC is a "Tier 1 Parallel Investment Vehicle".

Item 5. Interest in Securities of the Issuer

Items 5(a) and 5(b) of the Original Schedule 13D are hereby amended and restated in their entirety as follows:

(a)-(b) As of the close of business on June 8, 2012, the Investment Vehicles directly held and beneficially owned the shares of Common Stock and Warrants indicated on the following table. Each of the Investment Vehicles shares voting and investment power as indicated in the paragraphs below the table. All calculations of percentages of beneficial ownership in this Item 5 and elsewhere in this Schedule 13D are based on the 37,942,707 shares of Common Stock reported as outstanding as of May 7, 2012 by the Company in its Form 10-Q filed with the Securities and Exchange Commission on May 8, 2012 plus, where such beneficial ownership includes Warrants, such number of shares of Common Stock issuable upon exercise of the Warrants included in any such beneficial ownership calculation.

Investment Vehicle	Common Stock	<u>Warrants</u>	Beneficial Ownership
BRH HHC	789,145	1,247,643	5.20%
BRH II	541,513	856,134	3.60%
BRH III	621,147	982,036	4.12%
BRH IV-A	71,816	113,541	0.49%
BRH IV-B (1)	143,342	226,625	0.97%
BRH IV-C (1)	48,023	75,924	0.33%
BRH IV-D	48,023	75,924	0.33%
BRH V	161,609	255,506	1.09%
<u>Total:</u>	2,424,618	3,833,333	14.98%

(1) The shares of Common Stock and Warrants are held directly by Brookfield US Retail Holdings LLC. Pursuant to the BRH IV-B Agreement and BRH IV-C Agreement, as applicable, the applicable Investment Vehicle shares investment and voting power (but not with Brookfield US Retail Holdings LLC) over the shares of Common Stock and Warrants held directly by Brookfield US Retail Holdings LLC.

As managing member or general partner, as applicable, of each of the Investment Vehicles, BAM Canada may be deemed, subject to restrictions on its authority imposed by the Voting Agreement, to beneficially own all shares of Common Stock and Warrants owned by each of the Investment Vehicles, consisting of 2,424,618 shares of Common Stock and Warrants exercisable to purchase 3,833,333 shares of Common Stock, collectively representing 14.98% of the Common Stock. As direct and indirect controlling persons of BAM Canada, each of Brookfield Holdings, Partners, BHC and Brookfield may be deemed to share with BAM Canada beneficial ownership of such shares of Common Stock and Warrants.

US Corp. is the non-managing member of BRH HHC. By virtue of (i) its ability under the Operating Agreement of BRH HHC to appoint and remove the board of directors of BRH HHC and (ii) the ability of the board of directors of BRH HHC to direct BAM Canada on behalf of BRH HHC to veto any action requiring a hyper-majority vote under the Voting Agreement (including voting decisions with respect to, and material dispositions of, Common Stock by the Investment Vehicles), US Corp. may be deemed to share voting and investment power with respect to the 6,257,951 shares of Common Stock owned by the Investment Vehicles, representing approximately 14.98% of the shares of the Common Stock. As direct and indirect controlling persons of US Corp., US Holdings, BHC, Partners and Brookfield may be deemed to share with US Corp. beneficial ownership of such shares of Common Stock and Warrants.

None of the Reporting Persons has sole voting or investment power with respect to any shares of Common Stock or Warrants.

By virtue of the various agreements and arrangements among the Reporting Persons described in this Schedule 13D, the Reporting Persons may be deemed to constitute a "group" within the meaning of Section 13(d)(3) under the Act and Rule 13d-5(b)(1) thereunder and each member of the "group" may be deemed to beneficially own all shares of Common Stock and Warrants held by all members of the "group." Accordingly, each of the Reporting Persons may be deemed to beneficially own 6,257,951 shares of Common Stock (which includes the 3,833,333 shares of Common Stock issuable upon exercise of the Warrants held by all Reporting Persons), constituting beneficial ownership of 14.98% of the shares of the Common Stock. Each of the Investment Vehicles expressly disclaims, to the extent permitted by applicable law, beneficial ownership of any shares of Common Stock and Warrants held by each of the other Investment Vehicles.

By virtue of (i) the ability of the Northern Trust Company, acting in its capacity as custodian for the Future Fund Board of Guardians ("Future Fund") under the Operating Agreement of BRH II to appoint and remove the members of the board of directors of BRH II and (ii) the ability of the board of directors of BRH II to direct BAM Canada on behalf of BRH II to veto any action requiring a hyper-majority vote under the Voting Agreement (including voting decisions and material dispositions of Common Stock by the Investment Vehicles), Future Fund may be deemed to share voting and investment power over the Common Stock and Warrants held by each of the Investment Vehicles. By virtue of (i) the ability of Stable Investment Corporation ("Stable") and Best Investment Corporation ("Best" and, together with Stable, "SB") (both subsidiaries of China Investment Corporation) under the Operating Agreement of BRH III to appoint and remove the members of the board of directors of BRH III and (ii) the ability of the board of directors of BRH III to direct BAM Canada on behalf of BRH III to veto any action requiring a hyper-majority vote under the Voting Agreement (including voting decisions and material dispositions of Common Stock by the Investment Vehicles), SB may be deemed to share voting and investment power over the Common Stock and Warrants held by each of the Investment Vehicles. Additionally, by virtue of the various agreements and arrangements among the Reporting Persons described in this Schedule 13D, Future Fund and/or SB may be deemed to be members of a "group" with the Reporting Persons. Neither Future Fund nor SB are Reporting Persons on this Schedule 13D, and any obligations either of them may have under Section 13(d) of the Act would have to be satisfied on one or more separate filings. To the extent that either Future Fund or SB beneficially own shares of Common Stock or Warrants, but expressly disclaim, to the extent Permitted by applicable law, beneficial ownership thereof.

Items 5(c) of the Original Schedule 13D is hereby amended and restated in its entirety as follows:

(c) Other than the transactions described in Item 4, none of the Reporting Persons, nor, to their knowledge, any of the Scheduled Persons, has effected any transaction in Common Stock during the past sixty (60) days.

Items 5(e) of the Original Schedule 13D is hereby amended and restated in its entirety as follows:

(e) BRH, Split LP and Brookfield REP GP Inc. ceased to be beneficial owners of more than five percent of Common Stock on June 8, 2012 and are no longer Reporting Persons.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Item 6 of this statement on Schedule 13D is hereby amended to include:

Pursuant to Rule 13d-1(k) promulgated under the Act, the Reporting Persons have entered into an agreement on June 8, 2012, with respect to the joint filing of this Schedule 13D and any amendment or amendments hereto (the "Joint Filing Agreement"). The Joint Filing Agreement is attached hereto as Exhibit 14.

Item 7. Material To Be Filed as Exhibits

Item 7 of this statement on Schedule 13D is hereby amended to include:

Exhibit 14

Joint Filing Agreement, dated as of June 14, 2012, by and among Brookfield Asset Management Inc., Partners Limited, Brookfield Holdings Canada Inc., Brookfield Private Funds Holdings Inc., Brookfield Asset Management Private Institutional Capital Adviser (Canada) LP, Brookfield US Holdings Inc., Brookfield US Corporation, Brookfield Retail Holdings HHC LLC, Brookfield Retail Holdings II LLC, Brookfield Retail Holdings IV-A LLC, Brookfield Retail Holdings IV-B LLC, Brookfield Retail Holdings IV-C LLC, Brookfield Retail Holdings IV-D LLC and Brookfield Retail Holdings V LP.

SIGNATURES

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

Dated: June 14, 2012 BROOKFIELD ASSET MANAGEMENT

By: /s/ Aleks Novakovic

Name: Aleks Novakovic Title: Managing Partner

By: /s/ Joseph Freedman

Name: Joseph Freedman Title: Senior Managing Partner

Dated: June 14, 2012 PARTNERS LIMITED

By: /s/ Loretta Corso

Name: Loretta Corso Title: Secretary

Dated: June 14, 2012 BROOKFIELD ASSET MANAGEMENT PRIVATE INSTITUTIONAL CAPITAL ADVISER (CANADA) L.P.

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

Dated: June 14, 2012 BROOKFIELD PRIVATE FUNDS HOLDINGS INC.

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: \sqrt{s} Moshe Mandelbaum

Name: Moshe Mandelbaum Title: Vice President

Dated: June 14, 2012 BROOKFIELD HOLDINGS CANADA INC.

By: /s/ Aleks Novakovic

Name: Aleks Novakovic Title: Vice President

By: /s/ Joseph Freedman

Name: Joseph Freedman Title: Vice President

BROOKFIELD US HOLDINGS INC.

By: /s/ Aleks Novakovic

Name: Aleks Novakovic Title: Vice President

Dated: June 14, 2012

BROOKFIELD US CORPORATION

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

Dated: June 14, 2012

BROOKFIELD RETAIL HOLDINGS HHC LLC

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

Dated: June 14, 2012

BROOKFIELD RETAIL HOLDINGS II LLC

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its managing member

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

BROOKFIELD RETAIL HOLDINGS III LLC

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its managing member

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

Name: Moshe Mandelbaum Title: Vice President

Dated: June 14, 2012

BROOKFIELD RETAIL HOLDINGS IV-A LLC

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its managing member

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre
Title: Vice President

By: /s/ Moshe Mandelbaum

Name: Moshe Mandelbaum Title: Vice President

Dated: June 14, 2012

BROOKFIELD RETAIL HOLDINGS IV-B LLC

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its managing member

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

BROOKFIELD RETAIL HOLDINGS IV-C LLC

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its managing member

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

Name: Moshe Mandelbaum Title: Vice President

Dated: June 14, 2012

BROOKFIELD RETAIL HOLDINGS IV-D LLC

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its managing member

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

Name: Moshe Mandelbaum Title: Vice President

Dated: June 14, 2012

BROOKFIELD RETAIL HOLDINGS V LP

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its general partner

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

EXHIBIT 14

JOINT FILING AGREEMENT

THIS JOINT FILING AGREEMENT is entered into as of June 14, 2012, by and among the parties hereto. The undersigned hereby agree that the Statement on Schedule 13D with respect to the common stock, par value \$0.01 per share (the "Common Stock"), of The Howard Hughes Corporation., a Delaware corporation, and any amendment thereafter signed by each of the undersigned shall be (unless otherwise determined by the undersigned) filed on behalf of each of the undersigned pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

Dated: June 14, 2012 BROOKFIELD ASSET MANAGEMENT

By: /s/ Aleks Novakovic

Name: Aleks Novakovic Title: Managing Partner

By: /s/ Joseph Freedman

Name: Joseph Freedman Title: Senior Managing Partner

Dated: June 14, 2012 PARTNERS LIMITED

By: /s/ Loretta Corso

Name: Loretta Corso Title: Secretary

Dated: June 14, 2012 BROOKFIELD ASSET MANAGEMENT PRIVATE INSTITUTIONAL CAPITAL ADVISER (CANADA) L.P.

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

Dated: June 14, 2012 BROOKFIELD PRIVATE FUNDS HOLDINGS INC.

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

BROOKFIELD HOLDINGS CANADA INC.

By: /s/ Aleks Novakovic

Name: Aleks Novakovic Title: Vice President

By: /s/ Joseph Freedman

Name: Joseph Freedman Title: Vice President

Dated: June 14, 2012

BROOKFIELD US HOLDINGS INC.

By: /s/ Aleks Novakovic

Name: Aleks Novakovic Title: Vice President

Dated: June 14, 2012

BROOKFIELD US CORPORATION

By: /s/ Karen Ayre

Name: Karen Ayre
Title: Vice President

Dated: June 14, 2012

BROOKFIELD RETAIL HOLDINGS HHC LLC

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

Dated: June 14, 2012

BROOKFIELD RETAIL HOLDINGS II LLC

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its managing member

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

BROOKFIELD RETAIL HOLDINGS III LLC

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its managing member

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

Name: Moshe Mandelbaum Title: Vice President

Dated: June 14, 2012

BROOKFIELD RETAIL HOLDINGS IV-A LLC

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its managing member

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre
Title: Vice President

By: /s/ Moshe Mandelbaum

Name: Moshe Mandelbaum Title: Vice President

Dated: June 14, 2012

BROOKFIELD RETAIL HOLDINGS IV-B LLC

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its managing member

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

BROOKFIELD RETAIL HOLDINGS IV-C LLC

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its managing member

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

Name: Moshe Mandelbaum Title: Vice President

Dated: June 14, 2012

BROOKFIELD RETAIL HOLDINGS IV-D LLC

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its managing member

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

Name: Moshe Mandelbaum Title: Vice President

Dated: June 14, 2012

BROOKFIELD RETAIL HOLDINGS V LP

By: Brookfield Asset Management Private Institutional Capital Adviser (Canada) L.P., its general partner

By: Brookfield Private Funds Holdings Inc., its general partner

By: /s/ Karen Ayre

Name: Karen Ayre Title: Vice President

By: /s/ Moshe Mandelbaum

SCHEDULE XV

Partners Limited

Name and Position of Officer or Director	<u>Principal Business</u> <u>Address</u>	Principal Occupation or Employment	<u>Citizenship</u>
Gordon E. Arnell, Director	181 Bay Street, Brookfield Place, Suite 300, Toronto, Ontario M5J 2T3, Canada	Chairman of Brookfield Office Properties Inc.	Canada
Jack L. Cockwell, Director	51 Yonge Street, Suite 400 Toronto, Ontario M5E 1J1, Canada	Group Chairman of Brookfield	Canada
Robert J. Harding, Director	181 Bay Street, Brookfield Place, Suite 300, Toronto, Ontario M5J 2T3, Canada	Corporate Director	Canada
David W. Kerr, Director	51 Yonge Street, Suite 400 Toronto, Ontario M5E 1J1, Canada	Corporate Director	Canada
Edward C. Kress, Director	51 Yonge Street, Suite 400 Toronto, Ontario M5E 1J1, Canada	Corporate Director	Canada
Timothy E. Price, Director	51 Yonge Street, Suite 400 Toronto, Ontario M5E 1J1, Canada	Chairman, Brookfield Funds	Canada

SCHEDULE XVI

Brookfield Holdings Canada Inc.

Name and Position of Officer or Director	<u>Principal Business</u> <u>Address</u>	Principal Occupation or Employment	<u>Citizenship</u>
Joseph Freeman, Director, Vice- President	181 Bay Street, Brookfield Place, Suite 300, Toronto, Ontario M5J 2T3, Canada	Senior Managing Partner, Brookfield	Canada
Aleks Novakovic, Director, Vice- President	181 Bay Street, Brookfield Place, Suite 300, Toronto, Ontario M5J 2T3, Canada	Managing Partner, Brookfield	Canada
Derek Gorgi, Director, President	181 Bay Street, Brookfield Place, Suite 300, Toronto, Ontario M5J 2T3, Canada	Senior Vice-President, Finance, Brookfield	Canada

SCHEDULE XVII

Brookfield Retail Holdings HHC LLC

Name and Position of Officer or Director	<u>Principal Business</u> <u>Address</u>	Principal Occupation or Employment	<u>Citizenship</u>
Ric Clark, Director	Three World Finance Center, 200 Vesey Street, 11 th Floor, New York, New York 10281	Senior Managing Partner of Brookfield	U.S.A
Barry Blattman, Director	Three World Finance Center, 200 Vesey Street, 11 th Floor, New York, New York 10281	Senior Managing Partner of Brookfield	U.S.A
Cyrus Madon, Director	181 Bay Street, Brookfield Place, Suite 300, Toronto, Ontario M5J 2T3, Canada	Senior Managing Partner of Brookfield	Canada