FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APP | ROVAL |
|-------------|---------|
| OMP Number: | 2225.02 |

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

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 or Section 30(h) of the Investment Company Act of 1940

| | | | | | _ | | | | | | | | | | | | | | | |
|------------------------------------------------|----------------------------------------------|------------------|--------------------------------------------------|-----------------|--------------|------------------------------------------------------------------------|----------|-------|------------------|-------------------------------------------------------|------------|--------------------------|--------------------|---------------------|-------------------------------------------------------------------------|-----------------------|------------------------------|---------------------------|-------------------------|--|
| Name and Address of Reporting Person* | | | | | | 2. Issuer Name and Ticker or Trading Symbol Howard Hughes Corp [HHC] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| <u>Habeck</u> | Brent | | | | 1 | / 11 CL | u IIu | Sirco | COLP | | ~ <u>]</u> | | | | | Directo | r | 10% | Owner | |
| , | | - | | | | | | | | | 4 | X Office below | | (give title | | Other (specify below) | | | | |
| (Last) | (Fir | | 3. Date of Earliest Transaction (Month/Day/Year) | | | | | | | | | E, | VD Strate | egic Leasing | , | | | | | |
| ONE GA | LLERIA T | OWER, | | | 02/ | 02/25/2015 | | | | | | | | | | v i, onan | egic Leasing | | | |
| 13355 NO | DEL BOAD | , 22ND FLOOR |) | | | | | | | | | | | | | | | | | |
| 15555 140 | JEE ROME | , 22ND 1 LOON | | | / If | 4 If Amandment Date of Original Filed (Manth/Day/March | | | | | | | | 16 | 6 Individual or Joint/Croup Filing (Charly Applicable | | | | | |
| | | | | | - 4. " | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) | | | T 0 40 | | | | | | | | | | | | X | Form fi | iled by One | Reporting Per | son | |
| DALLAS | TX | L 7 | 75240 | | | | | | | | | | | | | Form fi | iled by Mor | e than One Re | portina | |
| | | | | | - | | | | | | | | | | | Person | | | 3 | |
| (City) | (St | ate) (| Zip) | | | | | | | | | | | | | | | | | |
| | | Tabl | e I - Nor | ı-Deri\ | /ative | Sec | curitie | s Acc | quired, | Disp | posed o | f, or | Bene | ficia | lly O | wned | 1 | | | |
| 1. Title of S | ecurity (Inst | r. 3) | | 2. Trans | saction | | | | | 3. 4. Securities Acquired (A) | | | | | | | | 6. Ownership | 7. Nature | |
| | | | | Date (Month) | /Day/Ye | Execution Date, | | | | Transaction Disposed Of (D) (Instr. 3 Code (Instr. 5) | | | 3, 4 ar | | ecuritie eneficia | | Form: Direct (D) or Indirect | of Indirect Beneficial | | |
| (MOTILITY) | | | | | Баулго | (Month/Day/Year) | | | | | | | | | Owned Repor | | ollowing | (I) (Instr. 4) | Ownership (Instr. 4) | |
| | | | | | | | | | 0-4- | 0.4. 1/ 4 | | (A) or Dr | | D.:: | | | | | | |
| | | | | | | | Code | V | Amount | (D) P | | Price | | | and 4) | | | | | |
| Common stock, par value \$0.01 per share 02/25 | | | | | | 5 | | | Α | | 334 | | Α | \$ <mark>0</mark> . | 0 | 33 | 4 ⁽¹⁾ | D | | |
| | | Ta | ble II - D |) privat | iva S | AC11 | ritiae | Δεαιι | ired Di | eno | sed of | or Re | nefi | ılleir | , Owr | har | | | | |
| | | 10 | | | | | | | | | onvertib | | | | , Ovvi | icu | | | | |
| 1. Title of | 2. | 3. Transaction | 3A. Deeme | ed | 4. | | 5. Nu | mber | 6. Date Ex | xercis | able and | 7. Title | e and | | 8. Price | e of 9 | . Number o | f 10. | 11. Nature | |
| Derivative | Conversion | Date | Execution | Date, | Transa | | n of E | | | Expiration Date | | | Amount of | | | | erivative | Ownership | of Indirect | |
| Security (Instr. 3) | or Exercise Price of | (Month/Day/Year) | if any (Month/Da | v/Year) | Code (8) | Instr. | | | (Month/Day/Year) | | | Securities Underlying | | | Security (Instr. 5) | | ecurities eneficially | Form: Direct (D) | Beneficial Ownership | |
| (| Derivative | | (, | | 0, | | Acquired | | | Dei | | | | | (| | Owned | or Indirect | (Instr. 4) | |
| | Security (A) or Security (In Disposed and 4) | | | | | | | | | | tr. 3 | | Following Reported | | (I) (Instr. 4) | | | | | |
| of (D) ´ | | | | | | | | | | | т | ransaction(| (s) | | | | | | | |
| | | | | | | | | | | | | | | | (1 | nstr. 4) | | | | |
| | | | | | | | | | | Τ. | | | | | | | | | | |
| | | | | | | l | 1 | ıl | | | | 1 | Amo | unt | | | | 1 | | |
| | | | | | | l | | | | | | | lor | | | | | | | |
| | | | | | | | | | Date | _ | Expiration | | or Num of | ber | | | | | | |

Explanation of Responses:

1. Represents restricted stock granted to employees pursuant to The Howard Hughes Corporation 2010 Incentive Plan. The shares vest on December 31, 2019.

<u>Timothy F. Hubach, Attorney-</u> <u>in-fact for Brent Habeck</u> <u>02/27/2015</u>

** 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.