FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Vashington,	$D \subset$	20540
vasiiiigtoii,	D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 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

1. Name ar		of Reporting Pers	on [*]						er or Tr Corp	_	Symbol IC]				lationship ck all app Direc	licable)	ng Pei	rson(s) to Is	
(Last) 9950 WC SUITE 1	OODLOC	First) H FOREST D	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/08/2022							X	belov	er (give title v) President,	Other (s below) amerlin	specify			
(Street) THE WOODL (City)	ANDS	ΓX State)	77380 (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Appl Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person										on				
		Ta	le I - No	n-Deriva	tive S	Secu	rities	Acq	uired	, Dis	posed of	, or E	Benef	iciall	y Own	ed			
1. Title of Security (Instr. 3) 2. Transact Date (Month/Day					Execution Date,		3. Transaction Code (Instr. 8) 4. Securities Acquired (A Disposed Of (D) (Instr. 3,			4 and Securi		ties cially Following	Form (D) o	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
									Code	v	Amount	(A) (D)	or Pri	ice	Transa	eu ction(s) 3 and 4)			(Instr. 4)
Common stock, \$0.01 par value per share 02/08/2					2022				F		78(1)	Г	\$9	94.34	.34 17,186			D	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of Derivative Security (Instr. 3)	ive Conversion Date Execution Date, or Exercise (Month/Day/Year) if any		tion Date,	4. Transaction Code (Instr. 8)		of	r osed (, 3, 4	6. Date Expirat (Month	ion Da			8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)		
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amou or Numb of Share:	er					

Explanation of Responses:

1. Represents shares of common stock withheld by The Howard Hughes Corporation to satisfy certain tax withholding obligations upon the vesting of 264 time-based shares of restricted stock previously granted to the reporting person. The grants of such shares were previously reported and made under The Howard Hughes Corporation Amended and Restated 2020 Incentive Plan. No shares were sold by the reporting person.

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

02/10/2022

** 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.