

Edgar Filing: Rouse Properties, Inc. - Form 4/A

Value				<u>(2)</u>				<u>(3)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share								
Common Stock, Par Value	03/08/2012	<u>J(3)</u>	2,012,058	<u>A(3)</u>	\$ 14.73	2,012,058	I	See footnotes <u>(3)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share					<u>(2)</u>			
Common Stock, Par Value	03/08/2012	<u>J(4)</u>	2,307,948	<u>D(4)</u>	\$ 14.73	0	I	See footnotes <u>(4)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share					<u>(2)</u>			
Common Stock, Par Value	03/08/2012	<u>J(4)</u>	2,307,948	<u>A(4)</u>	\$ 14.73	2,307,948	I	See footnotes <u>(4)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share					<u>(2)</u>			
Common Stock, Par Value	03/08/2012	<u>J(5)</u>	265,725	<u>D(5)</u>	\$ 14.73	0	I	See footnotes <u>(5)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share					<u>(2)</u>			
Common Stock, Par Value	03/08/2012	<u>J(5)</u>	265,725	<u>A(5)</u>	\$ 14.73	265,725	I	See footnotes <u>(5)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share					<u>(2)</u>			
Common Stock, Par Value	03/08/2012	<u>J(6)</u>	<u>530,635(7)</u>	<u>D(6)</u>	\$ 14.73	0	I	See footnotes <u>(7)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share					<u>(2)</u>			
Common Stock, Par Value	03/08/2012	<u>J(6)</u>	<u>530,635(7)</u>	<u>A(6)</u>	\$ 14.73	<u>530,635(7)</u>	I	See footnotes <u>(7)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share					<u>(2)</u>			
Common Stock, Par Value	03/08/2012	<u>J(8)</u>	177,774	<u>D(8)</u>	\$ 14.73	0	I	See footnotes <u>(8)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share					<u>(2)</u>			
Common Stock, Par Value	03/08/2012	<u>J(8)</u>	177,774	<u>A(8)</u>	\$ 14.73	177,774	I	See footnotes <u>(8)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share					<u>(2)</u>			

Edgar Filing: Rouse Properties, Inc. - Form 4/A

\$0.01 per share									
Common Stock, Par Value	03/08/2012	<u>J⁽⁹⁾</u>	178,393	<u>D⁽⁹⁾</u>	\$ 14.73 (2)	0		I	See footnotes <u>(9)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share									
Common Stock, Par Value	03/08/2012	<u>J⁽⁹⁾</u>	178,393	<u>A⁽⁹⁾</u>	\$ 14.73 (2)	178,393		I	See footnotes <u>(9)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share									
Common Stock, Par Value	03/08/2012	<u>J⁽¹⁰⁾</u>	600,173	<u>D⁽¹⁰⁾</u>	\$ 14.73 (2)	0		I	See footnotes <u>(10)</u> <u>(12)</u>
\$0.01 per share									
Common Stock, Par Value	03/08/2012	<u>J⁽¹⁰⁾</u>	600,173	<u>A⁽¹⁰⁾</u>	\$ 14.73 (2)	600,173		I	See footnotes <u>(10)</u> <u>(12)</u>
\$0.01 per share									
Common Stock, Par Value						4,323,616		I	See footnotes <u>(11)</u>
\$0.01 per share									

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474
(9-02)

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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
									Number of Shares
Rights to Acquire	\$ 5.6264	03/08/2012		<u>J⁽¹⁵⁾</u>	1,276,129	02/13/2012	03/16/2012	Common Stock	478,

Shares
pursuant
to Rights
Offering

Rights to
Acquire
Shares
pursuant
to Rights
Offering

\$ 5.6264	03/08/2012		<u>J⁽¹⁶⁾</u>	2,946,661	02/13/2012	03/16/2012	Common Stock	1,105
-----------	------------	--	-------------------------	-----------	------------	------------	-----------------	-------

Rights to
Acquire
Shares
pursuant
to Rights
Offering

\$ 5.6264	03/08/2012		<u>J⁽¹⁹⁾</u>	2,946,661	02/13/2012	03/16/2012	Common Stock	1,105
-----------	------------	--	-------------------------	-----------	------------	------------	-----------------	-------

Rights to
Acquire
Shares
pursuant
to Rights
Offering

\$ 5.6264	03/08/2012		<u>J⁽²⁰⁾</u>	1,276,129	02/13/2012	03/16/2012	Common Stock	478,
-----------	------------	--	-------------------------	-----------	------------	------------	-----------------	------

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROOKFIELD ASSET MANAGEMENT INC. 181 BAY STREET P.O. BOX 762 TORONTO, A6 M5J2T3		X		
Partners Ltd 181 BAY STREET P.O. BOX 762 TORONTO, A6 M5J2T3		X		
Brookfield Holdings Canada 181 BAY STREET P.O. BOX 762 TORONTO, A6 M5J2T3		X		
Brookfield Asset Management Private Institutional Capital Adviser (Canada) LP THREE WORLD FINANCIAL CENTER 200 VESEY STREET NEW YORK, NY 10281		X		
		X		

Brookfield Private Funds Holdings Inc.
THREE WORLD FINANCIAL CENTER
200 VESEY STREET
NEW YORK, NY 10281

Brookfield Retail Split LP
THREE WORLD FINANCIAL CENTER
200 VESEY STREET
NEW YORK, NY 10281

Brookfield Retail Split II LLC
THREE WORLD FINANCIAL CENTER
200 VESEY STREET
NEW YORK, NY 10281

Brookfield US Holdings Inc.
THREE WORLD FINANCIAL CENTER
200 VESEY STREET
NEW YORK, NY 10281

Brookfield US Corp
THREE WORLD FINANCIAL CENTER
200 VESEY STREET
NEW YORK, NY 10281

Brookfield REP GP Inc.
THREE WORLD FINANCIAL CENTER
200 VESEY STREET
NEW YORK, NY 10281

X

X

X

X

X

Signatures

/s/ Joseph Freedman, Senior Managing Partner of Brookfield Asset Management Inc.

03/15/2012

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) See Exhibit 99.1; Note 1.
- (2) See Exhibit 99.1; Note 2.
- (3) See Exhibit 99.1; Note 3.
- (4) See Exhibit 99.1; Note 4.
- (5) See Exhibit 99.1; Note 5.
- (6) See Exhibit 99.1; Note 6.
- (7) See Exhibit 99.1; Note 7.
- (8) See Exhibit 99.1; Note 8.
- (9) See Exhibit 99.1; Note 9.
- (10) See Exhibit 99.1; Note 10.
- (11) See Exhibit 99.1; Note 11.

Edgar Filing: Rouse Properties, Inc. - Form 4/A

- (12) See Exhibit 99.1; Note 12.
- (13) See Exhibit 99.1; Note 13.
- (14) See Exhibit 99.1; Note 14.
- (15) See Exhibit 99.1; Note 15.
- (16) See Exhibit 99.1; Note 16.
- (17) See Exhibit 99.1; Note 17.
- (18) See Exhibit 99.1; Note 18.
- (19) See Exhibit 99.1; Note 19.
- (20) See Exhibit 99.1; Note 20.

Remarks:

Exhibit List: (1) Exhibit 99.1 - Explanation of Responses; (2) Exhibit 99.2 - Joint Filer Information; (3) Exhibit 99.3 - Joint Filer Information

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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