Fitchitt Greg Form 3 October 05, 2018

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Fitchitt Greg

(Last)

(First) (Middle) 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

09/26/2018

4. Relationship of Reporting

Person(s) to Issuer

Howard Hughes Corp [HHC]

(Check all applicable)

President, Columbia

5. If Amendment, Date Original

Filed(Month/Day/Year)

ONE GALLERIA TOWER,, 13355 NOEL ROAD, 22ND FLOOR

(Street)

10% Owner Director _X__ Officer

Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

DALLAS. TXÂ 75240

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

(I)

4. Nature of Indirect Beneficial Ownership

Form: (Instr. 5) Direct (D)

or Indirect (Instr. 5)

Â Common stock, par value \$0.01 per share $3,347 \stackrel{(1)}{=}$ D

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security 2. Date Exercisable and (Instr. 4)

Expiration Date

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial

Ownership Price of Derivative (Instr. 5)

(Month/Day/Year)

Derivative Security: Edgar Filing: Fitchitt Greg - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
NQ Stock Option (right to buy)	05/15/2018	05/15/2023	Common	5,000	\$ 104.04	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
Fitchitt Greg						
ONE GALLERIA TOWER,	â	Â	President, Columbia	â		
13355 NOEL ROAD, 22ND FLOOR	A	А	A President, Columbia	A		
DALLAS, TX 75240						

Signatures

/s/ Timothy F. Hubach, Attorney-in-fact for Greg
Fitchitt 10/05/2018

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

Represents restricted stock granted to employees pursuant to The Howard Hughes Corporation Amended and Restated 2010 Incentive

(1) Plan. 1,718 shares of the restricted stock are performance-based and vest upon the achievement of certain shareholder return thresholds. 1,629 shares of the restricted stock are subject to time-based vesting.

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.

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