

Howard Hughes Corp  
Form 8-K  
April 11, 2011

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): April 7, 2011**

**The Howard Hughes Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**

**001-34856**

**36-4673192**

(State or other jurisdiction  
of incorporation)

(Commission File Number)

(IRS Employer Identification No.)

**13355 Noel Road, Suite 950,  
Dallas, Texas**

**75240**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **214-741-7744**

**Not Applicable**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02 Results of Operations and Financial Condition.**

The information contained in this Current Report pursuant to this Item 2.02 Results of Operations and Financial Condition is being furnished. The information on this Item on Form 8-K and on Exhibit 99.1 attached hereto shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section.

On April 7, 2011, The Howard Hughes Corporation (the Company) issued a press release announcing the Company's financial results for the fourth quarter and fiscal year ended December 31, 2010. A copy of this press release is attached hereto as Exhibit 99.1.

**Item 7.01 Regulation FD Disclosure.**

The information contained in this Current Report pursuant to this Item 7.01 Regulation FD Disclosure is being furnished. The information on this Item on Form 8-K and on Exhibit 99.2 and Exhibit 99.3 attached hereto shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section.

On April 7, 2011, The Howard Hughes Corporation (the Company) issued letters to its shareholders from each of the Company's Chairman of the Board and Chief Executive Officer via press releases. Copies of the press releases are attached hereto as Exhibit 99.2 and Exhibit 99.3.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 99.1               | Press release dated April 7, 2011 announcing the Company's financial results for the fourth quarter and fiscal year ended December 31, 2011. |
| 99.2               | Press release dated April 7, 2011 containing a letter to the Company's shareholders from the Chairman.                                       |
| 99.3               | Press release dated April 7, 2011 containing a letter to the Company's shareholders from the CEO.  |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

The Howard Hughes Corporation

*April 11, 2011*

*By: Grant Herlitz*

*Name: Grant Herlitz*

*Title: President*

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Exhibit Index

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| 99.2               | Press release dated April 7, 2011 containing a letter to the Company's shareholders from the Chairman.                                       |
| 99.3               | Press release dated April 7, 2011 containing a letter to the Company's shareholders from the CEO.  |