

General Growth Properties, Inc.
 Form 4/A
 November 27, 2013

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
 Brookfield Property Partners Ltd

2. Issuer Name and Ticker or Trading Symbol
 General Growth Properties, Inc.
 [GGP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 73 FRONT STREET, 5TH FLOOR
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/01/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
 Director by deputization

HAMILTON, D0 HM 12

4. If Amendment, Date Original Filed(Month/Day/Year)
 11/05/2013

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

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, Par Value \$0.01 per share	11/01/2013		J		39,457,353	A	\$ 20.39
					39,457,353	I	
							See Footnote (1) (3)
Common Stock, Par Value \$0.01 per share	11/01/2013		P		13,543,059	A	\$ 20.39
					13,543,059	I	
							See Footnote (2) (3)

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.

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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 Security (Instr. 3 and 4)	Amount of Underlying Security (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date		
Warrants to acquire Common Stock	(4)	11/01/2013		J	22,222,290		11/09/2010	11/09/2017	Common Stock	25,000,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brookfield Property Partners Ltd 73 FRONT STREET 5TH FLOOR HAMILTON, D0 HM 12	X	X		Director by deputization
Brookfield Property Partners L.P. BROOKFIELD PLACE 250 VESEY STREET, 15TH FLOOR NEW YORK, NY 10281-1023	X	X		Director by deputization
Brookfield Property LP 73 FRONT STREET 5TH FLOOR HAMILTON, D0 HM 12	X	X		Director by deputization
Brookfield BPY Holdings (US) Inc. SUITE 181, BAY STREET BROOKFIELD PLACE TORONTO, A6 M5J2T3	X	X		Director by deputization
CanHoldco 1 ULC 181 BAY STREET BROOKFIELD PLACE SUITE 300 TORONTO, Z4 M5J2T3	X	X		Director by deputization
	X	X		Director by deputization

