

Rouse Properties, Inc.
Form 4
April 16, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 ASSET MANAGEMENT INC.

(Last) (First) (Middle)

181 BAY STREET, SUITE
300, P.O. BOX 762

(Street)

TORONTO, A6 M5J2T3

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Rouse Properties, Inc. [RSE]

3. Date of Earliest Transaction
(Month/Day/Year)
04/12/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

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	04/12/2013		J ⁽¹⁾		265,725	A	\$ 17.54 ⁽¹⁾ 265,725	I	See footnote ⁽¹⁾
Common Stock, Par Value \$0.01 per share	04/12/2013		J ⁽²⁾		177,774	A	\$ 17.54 ⁽²⁾ 177,774	I	See footnote ⁽²⁾
Common Stock, Par	04/12/2013		J ⁽³⁾		178,393	A	\$ 17.54 178,393	I	See footnote

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Value					<u>(3)</u>			<u>(3)</u>
\$0.01 per share								
Common Stock, Par Value	04/15/2013	<u>J(4)</u>	2,946,661	D	\$ 0	2,946,661	I	See footnote <u>(5)</u> <u>(12)</u>
\$0.01 per share								
Common Stock, Par Value	04/15/2013	<u>J(4)</u>	2,012,058	D	\$ 0	2,012,058	I	See footnote <u>(6)</u> <u>(12)</u>
\$0.01 per share								
Common Stock, Par Value	04/15/2013	<u>J(4)</u>	2,307,948	D	\$ 0	2,307,948	I	See footnote <u>(7)</u> <u>(12)</u>
\$0.01 per share								
Common Stock, Par Value	04/15/2013	<u>J(4)</u>	265,725	D	\$ 0	265,725	I	See footnote <u>(8)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share								
Common Stock, Par Value	04/15/2013	<u>J(4)</u>	530,635	D	\$ 0	530,635	I	See footnote <u>(9)</u> <u>(12)</u>
\$0.01 per share								
Common Stock, Par Value	04/15/2013	<u>J(4)</u>	177,774	D	\$ 0	177,774	I	See footnote <u>(10)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share								
Common Stock, Par Value	04/15/2013	<u>J(4)</u>	178,393	D	\$ 0	178,393	I	See footnote <u>(11)</u> <u>(12)</u> <u>(13)</u>
\$0.01 per share								
Common Stock, Par Value	04/15/2013	<u>J(4)</u>	14,995,702	D	\$ 0	14,995,702	I	See footnote <u>(14)</u>
\$0.01 per share								

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

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(9-02)

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROOKFIELD ASSET MANAGEMENT INC. 181 BAY STREET, SUITE 300 P.O. BOX 762 TORONTO, A6 M5J2T3		X		
Partners Ltd 181 BAY STREET, SUITE 300 P.O. BOX 762 TORONTO, A6 M5J2T3		X		

Signatures

By Aleks Novakovic, Managing Partner of Brookfield Asset Management Inc. /s/ Aleks Novakovic

04/16/2013

__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.

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- (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.
- (12) See Exhibit 99.1; Note 12.
- (13) See Exhibit 99.1; Note 13.
- (14) See Exhibit 99.1; Note 14.

Remarks:

Exhibit List: (1) Exhibit 99.1 - Explanation of Responses (2) Exhibit 99.2 - Joint Filer Information and Signature

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.