

BOP (US) LLC
Form 4
October 31, 2017

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BOP (US) LLC

2. Issuer Name **and** Ticker or Trading
Symbol
GGP Inc. [GGP]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

250 VESEY STREET

3. Date of Earliest Transaction
(Month/Day/Year)
10/27/2017

☒ Director ☒ 10% Owner
☐ Officer (give title below) ☒ Other (specify
below)

Director by deputization ***

(Street)

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

NEW YORK, NY 10281-1023

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	10/27/2017		J		2,577,297	D \$ 0 <u>(1)</u>	0	I	See Footnote <u>(1)</u> <u>(5)</u>
Common Stock, par value \$0.01 per share	10/27/2017		J		24,063,298	D \$ 0 <u>(2)</u>	0	I	See Footnote <u>(2)</u> <u>(5)</u>
Common Stock, par	10/27/2017		J		12,989,228	D \$ 0 <u>(3)</u>	0	I	See Footnote

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value								(3) (5)
\$0.01 per share								
Common Stock, par value \$0.01 per share	10/27/2017	J	28,573,419	D	<u>\$ 0</u> (4)	0	I	See Footnote (4) (5)
Common Stock, par value \$0.01 per share						45,890,612	I	See Footnote (6) (12)
Common Stock, par value \$0.01 per share						70,114,877	I	See Footnote (7) (12)
Common Stock, par value \$0.01 per share						79,094,965	I	See Footnote (8) (12)
Common Stock, par value \$0.01 per share						6,985,772	I	See Footnote (9) (12)
Common Stock, par value \$0.01 per share						351,958	I	See Footnote (10) (12)
Common Stock, par value \$0.01 per share						53,000,412	I	See Footnote (11) (12)

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)

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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				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
BOP (US) LLC 250 VESEY STREET NEW YORK, NY 10281-1023	X	X		Director by deputization ***

Signatures

BOP (US) LLC, /s/ Michelle L. Campbell, Senior Vice President and Secretary

10/31/2017

____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.
- (12) See Exhibit 99.1; Note 12.

Remarks:

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*** Brian Kingston, a Senior Managing Partner of Brookfield Asset Management Inc., a corporation formed under the laws of

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

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