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HIGHWOODS PROPERTIES INC

Form 4

August 07, 2008

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

5. Relationship of Reporting Person(s) to

Estimated average

See Instruction

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

ANDERSON GENE H			2. Issuer Name and Ticker or Trading Symbol HIGHWOODS PROPERTIES INC.				Issuer			
			HIGHWOODS PROPERTIES INC [HIW]				(Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)				X Director 10% OwnerX Officer (give title Other (specify below)			
C/O HIGHWOODS PROPERTIES, INC., 3100 SMOKETREE COURT, SUITE 600			08/05/2008							
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
RALEIGH	EIGH, NC 27604				Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table I - Non	-Derivative	e Secu	rities Acqu	uired, Disposed o	of, or Benefici	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code	Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		Securities Ownership In Beneficially Form: Be Owned Direct (D) Ov		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock	08/05/2008	08/05/2008	M	34,094	A		91,957	D		
Common Stock	08/05/2008	08/05/2008	S	34,094	D	\$ 36.445 (1) (2)	57,863	D		
Common Stock							3,897	I	by Spouse	
Common Stock							63,947	I	by Partnership	

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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)

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 24.99	08/05/2008	08/05/2008	M	34,094	<u>(3)</u>	02/28/2011	Common Stock	34,094

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
ANDERSON GENE H						
C/O HIGHWOODS PROPERTIES, INC.	X		Sr. Vice President			
3100 SMOKETREE COURT, SUITE 600	Λ		SI. VICE Plesidelli			
RALEIGH, NC 27604						

Signatures

/s/Will B. Howard for Gene H.
Anderson

08/07/2008

**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) Represents the weighted average sale price. Sale prices range from \$36.120 \$36.99.
- (2) The reporting person upon request by the Commission staff, the issuer, or a security holder of the issuer, agrees to disclose full information regarding the number of shares purchased or sold at each separate price.
- (3) Option vests ratably on the first through fourth anniversaries of grant date.

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

Reporting Owners 2

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