

HIGHWOODS PROPERTIES INC
 Form 4
 May 11, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 HARRIS MICHAEL E

2. Issuer Name and Ticker or Trading Symbol
 HIGHWOODS PROPERTIES INC
 [HIW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/09/2007

____ Director
 Officer (give title below) _____ Other (specify below)
 Executive Vice President & COO

C/O HIGHWOODS PROPERTIES, INC., 3100 SMOKETREE COURT, SUITE 600

(Street)

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

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

RALEIGH, NC 27604

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 05/09/2007 | | M | | 500 | A | \$ 11.63 |
| Common Stock | 05/09/2007 | | S | | 500 | D | \$ 42.83 |
| Common Stock | 05/09/2007 | | M | | 300 | A | \$ 11.63 |
| Common Stock | 05/09/2007 | | S | | 300 | D | \$ 42.78 |
| | 05/09/2007 | | M | | 100 | A | 118,577 |

Edgar Filing: HIGHWOODS PROPERTIES INC - Form 4

| | | | | | | | |
|--------------|------------|---|-------|---|----------|---------|---|
| Common Stock | | | | | \$ 11.63 | | |
| Common Stock | 05/09/2007 | S | 100 | D | \$ 42.77 | 118,477 | D |
| Common Stock | 05/09/2007 | M | 200 | A | \$ 11.63 | 118,677 | D |
| Common Stock | 05/09/2007 | S | 200 | D | \$ 42.76 | 118,477 | D |
| Common Stock | 05/09/2007 | M | 1,400 | A | \$ 11.63 | 119,877 | D |
| Common Stock | 05/09/2007 | S | 1,400 | D | \$ 42.75 | 118,477 | D |
| Common Stock | 05/09/2007 | M | 500 | A | \$ 11.63 | 118,977 | D |
| Common Stock | 05/09/2007 | S | 500 | D | \$ 42.66 | 118,477 | D |
| Common Stock | 05/09/2007 | M | 200 | A | \$ 11.63 | 118,677 | D |
| Common Stock | 05/09/2007 | S | 200 | D | \$ 42.65 | 118,477 | D |
| Common Stock | 05/09/2007 | M | 1,103 | A | \$ 11.63 | 119,580 | D |
| Common Stock | 05/09/2007 | S | 1,103 | D | \$ 42.62 | 118,477 | D |
| Common Stock | 05/09/2007 | M | 900 | A | \$ 11.63 | 119,377 | D |
| Common Stock | 05/09/2007 | S | 900 | D | \$ 42.61 | 118,477 | D |
| Common Stock | 05/09/2007 | M | 100 | A | \$ 11.63 | 118,577 | D |
| Common Stock | 05/09/2007 | S | 100 | D | \$ 42.59 | 118,477 | D |
| Common Stock | 05/09/2007 | M | 4,700 | A | \$ 11.63 | 123,177 | D |
| Common Stock | 05/09/2007 | S | 4,700 | D | \$ 42.58 | 118,477 | D |

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)

Edgar Filing: HIGHWOODS PROPERTIES INC - Form 4

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option | \$ 42.29 | 05/09/2007 | | M | 35,155 | <u>(1)</u> 03/25/2009 | Common Stock | 35,155 |
| Stock Option | \$ 42.59 | 05/09/2007 | | M | 19,589 | <u>(1)</u> 02/28/2010 | Common Stock | 19,589 |
| Stock Option | \$ 42.7 | 05/09/2007 | | M | 10,103 | <u>(1)</u> 02/28/2010 | Common Stock | 10,103 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HARRIS MICHAEL E C/O HIGHWOODS PROPERTIES, INC. 3100 SMOKETREE COURT, SUITE 600 RALEIGH, NC 27604 | | | Executive Vice President & COO | |

Signatures

/s/Michael E. Harris 05/11/2007

**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) Option vests ratably on the first through fourth anniversaries of grant date.

Remarks:

4 of 4

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.