

ANDERSON GENE H
Form 4
March 10, 2011

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 *
ANDERSON GENE H

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)
03/09/2011

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

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				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	03/09/2011	03/09/2011	M		4,228	A	\$ 18.89	67,166	D	Beneficial Ownership (Instr. 4)
Common Stock	03/09/2011	03/09/2001	M		34,417	A	\$ 26.15	101,583	D	Beneficial Ownership (Instr. 4)
Common Stock	03/09/2011	03/09/2001	M		36,964	A	\$ 26.27	138,547	D	Beneficial Ownership (Instr. 4)
Common Stock	03/09/2011	03/09/2011	M		12,147	A	\$ 29.48	150,694	D	Beneficial Ownership (Instr. 4)
	03/09/2011	03/09/2011	M		13,773	A		164,467	D	Beneficial Ownership (Instr. 4)

Edgar Filing: ANDERSON GENE H - Form 4

Common Stock						\$				
						32.37				
Common Stock	03/09/2011	03/09/2011	S	101,529	D	\$	62,938	D		
						34.63				
						<u>(1)</u>				
						<u>(2)</u>				
Common Stock							3,897	I		By Spouse
Common Stock							63,947	I		By Partnership

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. 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 (right to buy)	\$ 18.89	03/09/2011	03/09/2011	M	4,228	<u>(3)</u> 02/29/2016	Common Stock	4,228
Stock Option (right to buy)	\$ 26.15	03/09/2011	03/09/2011	M	34,417	<u>(3)</u> 02/28/2014	Common Stock	34,417
Stock Option (right to buy)	\$ 26.27	03/09/2011	03/09/2011	M	36,964	<u>(3)</u> 02/29/2012	Common Stock	36,964
Stock Option (right to buy)	\$ 29.48	03/09/2011	03/09/2011	M	12,147	<u>(3)</u> 03/02/2015	Common Stock	12,147
	\$ 32.37	03/09/2011	03/09/2011	M	13,773	<u>(3)</u> 02/28/2013		13,773

