

HIGHWOODS PROPERTIES INC  
 Form 4  
 March 03, 2017

**FORM 4**

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

OMB APPROVAL

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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 \*  
 Mulhern Mark F

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)  
 3100 SMOKETREE COURT,  
 SUITE 600  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 03/01/2017

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP/CFO

RALEIGH, NC 27604

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

(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)
			(A) or (D)	(A) or (D)	(A) or (D)	(A) or (D)			
			Code	V	Amount	Price			
Common Stock <sup>(1)</sup>	03/01/2017	03/01/2017	A		11,936	\$ 0	61,717	D	
Common Stock <sup>(2)</sup>	03/01/2017	03/01/2017	A		3,439	\$ 0	65,156	D	
Common Stock <sup>(3)</sup>	03/01/2017	03/01/2017	F		6,579	\$ 0	58,577	D	
Common Stock	03/01/2017	03/01/2017	M		6,062	\$ 39.2	64,639	D	
Common Stock	03/01/2017	03/01/2017	M		11,682	\$ 45.61	76,321	D	

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Common Stock	03/01/2017	03/01/2017	M	8,078	A	\$ 43.55	84,399	D
Common Stock	03/01/2017	03/01/2017	S	25,822	D	\$ 52.34 <u>(4)</u>	58,577	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.**

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(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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 52.49	03/01/2017	03/01/2017	A	22,876	<u>(5)</u> 02/28/2027	Common Stock	22,876
Employee Stock Option (right to buy)	\$ 39.2	03/01/2017	03/01/2017	M	6,062	<u>(5)</u> 09/29/2024	Common Stock	6,062
Employee Stock Option (right to buy)	\$ 45.61	03/01/2017	03/01/2017	M	11,682	<u>(5)</u> 02/27/2025	Common Stock	11,682
Employee Stock Option (right to buy)	\$ 43.55	03/01/2017	03/01/2017	M	8,078	<u>(5)</u> 02/28/2026	Common Stock	8,078

