Edgar Filing: HIGHWOODS PROPERTIES INC - Form 4

HIGHWOO Form 4 April 02, 20	DS PROPERTIE 08	S INC	Ū										
FORM Check th if no lon subject t Section Form 4 of Form 5 obligation may con <i>See</i> Instr 1(b).	nis box ger o 16. or Filed pur ons tinue.	IENT OI rsuant to S (a) of the I	Wa F CHAN Section 1 Public U	NGES IN SECUE	, D.C. 20 BENEF RITIES le Securi ding Cor)549 ICIA ties E npany	L OV xchan y Act	COMMISS WNERSHIP nge Act of 192 of 1935 or Se 940	OF 34,	OMB Number: Expires: Estimated burden hou response	urs per	1,)5	
	Responses) Address of Reporting LAWRENCE S	Person <u>*</u>	Symbol	er Name and WOODS H			-	5. Relationsh Issuer	-	Reporting Per all applicabl			
	WOODS PROPE SMOKETREE C			of Earliest Tr Day/Year) 2008	ransaction			X Directo Officer below)			% Owner her (specify		
				endment, Da onth/Day/Yea	ıl		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secur	ities A	cquired, Dispos	sed of,	or Beneficia	lly Owned		
1.Title of Security (Instr. 3)		n Date 2A. Deemed Year) Execution Date, if any (Month/Day/Year)			4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D)	i)	Beneficially (D Owned (I)		rm: Direct) or Indirect	Indirect	lirect neficial vnership	
Reminder: Rep	port on a separate line	e for each cl	ass of sec	urities benef	ficially ow	ned dir	ectly o	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.

 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	2.	3. Transaction Date	3A. Deemed	4.		5. Num	ber	6. Date Exercisable and		7. Title and Amount of		8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctio	nof		Expiration Date		Underlying Securities		Derivati
Security	or Exercise		any	Code		Deriva	tive	(Month/Day/	Year)	(Instr. 3 and	4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	8)	Securit	ies					(Instr. 5
	Derivative					Acquir	ed					
	Security					(A) or						
						Disposed						
						of (D)						
						(Instr. 2	3, 4,					
						and $5)$						
				Code	v	(A)	(D)	Date	Expiration	Title	Amount	
						()	(-)	Exercisable	Date		or	
											Number	
											of	
											Shares	
Phantom	<u>(1)</u>	03/31/2008		А		6.22		(2)	(3)	Common	6.22	\$ 26.2
Stock	<u>(1)</u>	05/51/2008		A		0.22		<u>(-)</u>	(0)	Stock	0.22	φ 20.2

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
KAPLAN LAWRENCE S C/O HIGHWOODS PROPERTIES, INC. 3100 SMOKETREE COURT, SUITE 600 RALEIGH, NC 27604	Х							
Signatures								
/s/Deborah A. Pike, Attorney-in-fact for La Kaplan		04/02/2008						

**Signature of Reporting Person

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) Security converts to cash price of common stock on a one-for-one basis.
- (2) Pursuant to required payout under the Plan.
- (3) There is no expiration date to payout election.

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.

Date