### Edgar Filing: FRITSCH EDWARD J - Form 4

FRITSCH E	DWARD J								
Form 4	0								
<b>FORM 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION							OMB APPROVAL		
UNITED STATES SECONTIN					ington, D.C. 20549			Number:	3235-0287 January 31,
if no lon, subject to Section 1 Form 4 o Form 5		F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires: 2009 Estimated average burden hours per response 0.9		
obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17	(a) of the l	Public U	Jtility Hol	lding Cor		inge Act of 1934, t of 1935 or Section 1940	n	
(Print or Type	Responses)								
1. Name and Address of Reporting Person <u>*</u> FRITSCH EDWARD J			2. Issuer Name <b>and</b> Ticker or Trading Symbol HIGHWOODS PROPERTIES INC			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			[HIW]						
	WOODS PROPE SMOKETREE (			of Earliest T Day/Year) 2008	ransaction		X Director X Officer (give below) Pres		% Owner her (specify
(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 Form filed by More than One Reporting			
RALEIGH,	NC 27604						Person	fore than One R	eporung
(City)	(State)	(Zip)	Tal	ole I - Non-J	Derivative	Securities A	Acquired, Disposed of	f, or Beneficia	lly Owned
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deem Execution any (Month/Day/Year)(Instr. 3)any (Month/Day/Year)		Date, if TransactionAcquired (A) or Code Disposed of (D) ay/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or			SecuritiesFBeneficially(i)Owned(i)Following(i)ReportedTransaction(s)(Instr. 3 and 4)	5. Ownership Form: Direct D) or Indirect I) Instr. 4)	Indirect		
				Code V	Amount	(D) Price	(		
Reminder: Rep	port on a separate lin	e for each cl	ass of sec	urities bene	ficially ow	ned 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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

### **Reporting Owners**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number prof Derivati Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)	ve Expiration (Month/Da	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
			Code V	(A) (I	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(1)</u>	06/30/2008	А	38.59	(2)	(3)	Common Stock	38.59	\$ 26

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
FRITSCH EDWARD J C/O HIGHWOODS PROPERTIES, INC. 3100 SMOKETREE COURT, SUITE 600 RALEIGH, NC 27604	Х		President & CEO				
Signatures							
/s/Deborah A. Pike, Attorney-in-fact for Edward J.							
Fritsch		07/01/2008					
**Signature of Reporting Person		Da	te				

## **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.