

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

| | | | | | |
|---|--|---|--|---|--|
| 1. Name and Address of Reporting Person * | | 2. Issuer Name and Ticker or Trading Symbol | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | |
| ANDERSON GENE H | | HIGHWOODS PROPERTIES INC [HIW] | | <input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Sr. Vice President | |
| (Last) (First) (Middle) | | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | |
| C/O HIGHWOODS PROPERTIES, INC., 3100 SMOKETREE COURT, SUITE 600 | | 10/10/2003 | | | |
| (Street) | | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | 6. Individual or Joint/Group Filing (Check Applicable Line) | |
| RALEIGH, NC 27604 | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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 Beneficial Ownership (Instr. 4) |
|------------------------------------|----------------|-----------------------------------|------------------------------|---|--|------------|---------|--|--|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 10/10/2003 | | S | | 12400 | D | \$25.65 | 73120 | I | By Partnership |
| Common Stock | 10/10/2003 | | S | | 500 | D | \$25.69 | 72620 | I | By Partnership |
| Common Stock | 10/10/2003 | | S | | 3400 | D | \$25.7 | 69220 | I | By Partnership |
| Common Stock | 10/10/2003 | | S | | 2300 | D | \$25.71 | 66920 | I | By Partnership |
| Common Stock | 10/10/2003 | | S | | 600 | D | \$25.73 | 66320 | I | By Partnership |
| Common Stock | 10/10/2003 | | S | | 900 | D | \$25.74 | 65420 | I | By Partnership |
| Common Stock | 10/10/2003 | | S | | 300 | D | \$25.75 | 65120 | I | By Partnership |
| Common Stock | 10/10/2003 | | S | | 1400 | D | \$25.76 | 63720 | I | By Partnership |
| Common Stock | 10/10/2003 | | S | | 3200 | D | \$25.77 | 60520 | I | By Partnership |
| Common Stock | 10/10/2003 | | S | | 3200 | D | \$25.78 | 57320 | I | By Partnership |
| Common Stock | 10/10/2003 | | S | | 1300 | D | \$25.79 | 56020 | I | By Partnership |
| Common Stock | | | | | | | | 35461 | D | |
| Common Stock | | | | | | | | 3888 | I | By Keogh Plan |

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|----------------|-----------------------------------|------------------------------|---|---|-----|---|-----------------|--|----------------------------|---|---|--|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:**Remarks:**

This report is being filed for SEC reporting purposes only and shall not be construed as evidence of control by the reporting person over the selling partnership for any other purpose.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ANDERSON GENE H C/O HIGHWOODS PROPERTIES, INC. 3100 SMOKETREE COURT, SUITE 600 RALEIGH, NC 27604 | X | | Sr. Vice President | |

Signatures**Cynthia M. Latvala, for Gene H. Anderson****10/14/2003********Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.