FORM 5

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).
[] Form 3 Holdings Reported
[] Form 4 Transactions Reported

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

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ANNUAL 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)					
HARRIS MICHAEL E	HIGHWOODS PROPERTIES INC [HIW]	Director 10% Owner					
(Last) (First) (Middle) C/O HIGHWOODS PROPERTIES, INC., 3100 SMOKETREE COURT, SUITE 600	3. Statement for Issuer's Fiscal Year Ended (MM/DD/YYYY) 12/31/2014	X_Officer (give title below)Other (specify below) Executive Vice President & COO					
(Street) RALEIGH, NC 27604 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _X_Form Filed by One Reporting PersonForm Filed by More than One Reporting Person					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)		(Instr. 8)	or Disposed of (D)		()	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Beneficial
			Amount	(A) or (D)	Price		Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock						114841 ⁽¹⁾	D	

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

2. Conversion	3. Trans.	3A. Deemed	4. Trans.	5. Number of	of	6. Date Exer	cisable and	7. Titl	e and Amount of	8. Price of	9. Number	10.	11. Nature
or Exercise	Date	Execution	Code	Derivative S	Securities	Expiration I	Date	Secur	ities Underlying	Derivative	of	Ownership	of Indirect
Price of		Date, if any	(Instr. 8)	Acquired (A	A) or	(MM/DD/Y	YYY)	Deriva	ative Security	Security	Derivative	Form of	Beneficial
Derivative				Disposed of	f (D)			(Instr.	3 and 4)	(Instr. 5)	Securities	Derivative	Ownership
Security				(Instr. 3, 4 a	ind 5)			-			Beneficially	Security:	(Instr. 4)
-											Owned at	Direct (D)	
						_					End of	or Indirect	
						Date	Expiration	Title	Amount or Number of		Issuer's	(I)	
						Exercisable	Date		Shares		Fiscal Year	(Instr. 4)	
				(A)	(D)						(Instr. 4)		
	or Exercise Price of Derivative	or Exercise Date Price of Derivative	or Exercise Date Execution Price of Date, if any	or Exercise Date Execution Code Price of Date, if any (Instr. 8)	or Exercise Date Execution Date, if any Code Derivative Security Code (Instr. 8) Derivative Security	or Exercise Date Execution Date, if any Code (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	or Exercise Date Date Execution Date, if any Code (Instr. 8) Derivative Securities Acquired (A) or (MM/DD/Y) Disposed of (D) (Instr. 3, 4 and 5) Date Exercisable	or Exercise Price of Date Date, if any Derivative Securities Acquired (A) or (D) (MM/DD/YYYY) Disposed of (D) (Instr. 3, 4 and 5) Date Expiration Date Expiration Date (MM/DD/YYYY) Disposed of (D) (Instr. 3, 4 and 5) Date Expiration Date Expiration Date Expiration Date Date Expiration Date (MM/DD/YYYY) Disposed of (D) (Instr. 3, 4 and 5) Date Expiration Date (MM/DD/YYYY) Date Date (MM/DD/YYYY) Date Date (MM/DD/YYYY) DATE (MM/D	or Exercise Price of Date Execution Date, if any Derivative Securities Code (Instr. 8) Derivative Securities Acquired (A) or (D) (Instr. 3, 4 and 5) Date, if any Disposed of (D) (Instr. 3, 4 and 5) Date Expiration Date Security Disposed of CD (Instr. 3, 4 and 5) Date Expiration Date Title Date Securities Code (Instr. 8) Date Code (or Exercise Price of Derivative Securities Security Date, if any Code (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Date Expiration Date Expiration Date Title Amount or Number of Shares Date Shares D	or Exercise Price of Price of Date, if any Derivative Securities (Instr. 8) Security Code (Instr. 8) Derivative Securities (Instr. 8) Derivative Securities (MM/DD/YYYY) (Instr. 3 and 4) Date Expiration Date (MM/DD/YYYY) Disposed of (D) (Instr. 3, 4 and 5) Date Expiration Date (MM/DD/YYYY) Disposed of (D) (Instr. 3, 4 and 5) Date Expiration Date (MM/DD/YYYY) Title Amount or Number of Shares	or Exercise Price of Date, if any Derivative Securities Instr. 8) Security Security Security Securities Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Date Expiration Date (MM/DD/YYYY) Securities Security (Instr. 3 and 4) Date Expiration Date (MM/DD/YYYY) Securities Security (Instr. 3 and 4) Date Expiration Date (MM/DD/YYYY) Securities Security (Instr. 4 and 5) Date Expiration Date (MM/DD/YYYY) Securities Securities Security (Instr. 4 and 5) Date Expiration Date (MM/DD/YYYY) Securities Securities Security (Instr. 5 Security Securities Securities Securities Securities Securities Securities Security (Instr. 5 Securities Securit	or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Derivative Security (Instr. 4) Derivative Security (Instr. 5) Derivative Security (Instr. 4) Derivative Security (Instr. 5) Derivative Security (Instr. 6) Derivative Security (Inst

Explanation of Responses:

(1) Includes 431 shares acquired in 2014 through the issuer's employee stock purchase plan.

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
HARRIS MICHAEL E C/O HIGHWOODS PROPERTIES, INC. 3100 SMOKETREE COURT, SUITE 600 RALEIGH, NC 27604			Executive Vice President & COO				

Signatures

/s/Willis B. Howard Attorney-in-fact for Michael E. Harris

2/13/2015 Date

** Signature of Reporting Person

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.

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