

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the Registrant ☒ [X]

Filed by a Party other than the Registrant ☐ []

Check the appropriate box:

- ☐ [] Preliminary Proxy Statement
- ☐ [] Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- ☐ [] Definitive Proxy Statement
- ☒ [X] Definitive Additional Materials
- ☐ [] Soliciting Material Pursuant to Section 240.14a-12

HIGHWOODS PROPERTIES, INC.
(Name of Registrant as Specified in its Charter)

Payment of Filing Fee (Check the appropriate box):

☒ [X] No fee required.

☐ [] Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

- (1) Title of each class of securities to which transaction applies:
- (2) Aggregate number of securities to which transaction applies:
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
- (4) Proposed maximum aggregate value of transaction:
- (5) Total fee paid:

☐ [] Fee paid previously with preliminary materials.

☐ [] Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

- (1) Amount Previously Paid:
 - (2) Form, Schedule or Registration Statement No.:
 - (3) Filing Party:
 - (4) Date Filed:
-



HIGHWOODS PROPERTIES, INC.
150 FAYETTEVILLE ST.
SUITE 1400
RALEIGH, NC 27601

Investor Address Line 1
Investor Address Line 2
Investor Address Line 3
Investor Address Line 4
Investor Address Line 5
John Sample
1234 ANYWHERE STREET
ANY CITY, ON A1A 1A1



SCAN TO
VIEW MATERIALS & VOTE



VOTE BY INTERNET - www.proxyvote.com or scan the QR Barcode above
Use the Internet to transmit your voting instructions and for electronic delivery of
information. Vote by 11:59 P.M. ET on 05/15/2023. Have your proxy card in hand when
you access the web site and follow the instructions to obtain your records and to create
an electronic voting instruction form.

During The Meeting - Go to www.virtualshareholdermeeting.com/HW2023

You may attend the meeting via the Internet and vote during the meeting. Have the
information that is printed in the box marked by the arrow available and follow the
instructions.

VOTE BY PHONE - 1-800-890-8803

Use any touch-tone telephone to transmit your voting instructions. Vote by 11:59 P.M. ET
on 05/15/2023. Have your proxy card in hand when you call and then follow the
instructions.

VOTE BY MAIL

Mark, sign and date your proxy card and return it in the postage-paid envelope we have
provided or return it to Vote Processing, c/o Broadridge, 51 Mercedes Way, Edgewood,
NY 11717.

NAME

THE COMPANY NAME INC. - COMMON
THE COMPANY NAME INC. - CLASS A
THE COMPANY NAME INC. - CLASS B
THE COMPANY NAME INC. - CLASS C
THE COMPANY NAME INC. - CLASS D
THE COMPANY NAME INC. - CLASS E
THE COMPANY NAME INC. - CLASS F
THE COMPANY NAME INC. - 401 K

CONTROL # → 0000000000000000

SHARES 123,456,789,012.12345
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PAGE 1 OF 2

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:



KEEP THIS PORTION FOR YOUR RECORDS

THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.

DETACH AND RETURN THIS PORTION ONLY

The Board of Directors recommends you vote FOR
the following:

1. Election of Directors

Nominees

01) Charles A. Anderson 02) Gene H. Anderson 03) Thomas P. Anderson 04) Carlos E. Evans 05) David L. Gadis
06) David J. Hartzell 07) Theodore J. Klinck 08) Anne R. Lloyd

The Board of Directors recommends you vote FOR
proposals 2 and 3:

**2. RATIFICATION OF APPOINTMENT OF DELOITTE &
TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2023.**

3. ADVISORY VOTE ON EXECUTIVE COMPENSATION.

The Board of Directors recommends you
vote 1 YEAR on the following proposal:

**4. ADVISORY VOTE ON FREQUENCY OF SAY-ON-PAY
VOTES.**

1 year 2 years 3 years Abstain

NOTE: THE PROXY, WHEN PROPERLY EXECUTED, WILL BE
VOTED IN THE MANNER DIRECTED HEREIN BY THE
UNDERSIGNED STOCKHOLDER. IN THEIR DISCRETION, THE
PROXY IS ALSO AUTHORIZED TO VOTE UPON SUCH OTHER
BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR
ANY ADJOURNMENTS THEREOF. IF NO DIRECTION IS MADE
THIS PROXY WILL BE VOTED "FOR" THE ELECTION OF ALL
NOMINEES FOR DIRECTOR, "FOR" PROPOSALS TWO AND
THREE AND FOR EVERY YEAR WITH RESPECT TO PROPOSAL
FOUR.

Please sign exactly as your name(s) appear(s) hereon. When signing as
attorney, executor, administrator, or other fiduciary, please give full
title as such. Joint owners should each sign personally. All holders must
sign. If corporation or partnership, please sign in full corporate or
partnership name by authorized officer.

Investor Address Line 1
Investor Address Line 2
Investor Address Line 3
Investor Address Line 4
Investor Address Line 5
John Sample
1234 ANYWHERE STREET
ANY CITY, ON A1A 1A1

Signature (PLEASE SIGN WITHIN BOX)

Date

JOB #

Signature (Joint Owners)

Date

SHARES
CUSIP #
SEQUENCE #

Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting:
The Annual Report-10K and Notice and Proxy Statement are available at www.proxyvote.com

HIGHWOODS PROPERTIES, INC.
PROXY IS SOLICITED ON BEHALF OF THE BOARD OF
DIRECTORS FOR THE ANNUAL MEETING OF STOCKHOLDERS
TO BE HELD ON MAY 16, 2023

The undersigned hereby (a) acknowledges receipt of the Notice of Annual Meeting of Stockholders of Highwoods Properties, Inc. (the "Company") to be held on May 16, 2023, and the Proxy Statement in connection therewith; (b) appoints Theodore J. Klinck and Jeffrey D. Miller, and each of them, as Proxy (the "Proxy") with the power to appoint a substitute; and (c) authorizes the Proxy to represent and vote, as designated on the reverse side, all shares of Common Stock of the Company, held of record by the undersigned on March 7, 2023, at such Annual Meeting and at any adjournment(s) thereof.

Please mark, date and sign this proxy and return promptly in the enclosed envelope so as to ensure a quorum at the meeting. This is important whether few or many shares are owned. Delay in returning your proxy may subject the Company to additional expense.

Continued and to be signed on reverse side



HIGHWOODS PROPERTIES, INC.
150 FAVERVILLE ST.
SUITE 1400
RAUBICH, NC 27001

Ricky Campana
P.O. Box 123456
Suite 500
51 Mercedes Way
Edgewood, NY 11717



FLASHID-JOB#

Your **Vote** Counts!

HIGHWOODS PROPERTIES, INC.

2023 Annual Meeting

Vote by May 15, 2023

11:59 PM ET



You invested in HIGHWOODS PROPERTIES, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an Important notice regarding the availability of proxy material for the stockholder meeting to be held on May 16, 2023.**

Get informed before you vote

View the Notice & Proxy Statement, Annual Report-10K online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 02, 2023. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

XXXX XXXX XXXX XXXX



Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Meeting*

May 16, 2023
11:30 AM EDT

Virtually at:
www.virtualshareholdermeeting.com/HIW2023

*Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

SHARE CLASSES REPRESENTED FOR VOTING	
THE COMPANY NAME INC. - COMMON A SDFGHJKL	123456789.1234
THE COMPANY NAME INC. - CLASS A	123456789.1234
THE COMPANY NAME INC. - CLASS B	123456789.1234
THE COMPANY NAME INC. - CLASS C	123456789.1234
THE COMPANY NAME INC. - CLASS D	123456789.1234
THE COMPANY NAME INC. - CLASS E	123456789.1234
THE COMPANY NAME INC. - CLASS F	123456789.1234
THE COMPANY NAME INC. - 401 K	123456789.1234

Voting Items	Board Recommend
1. Election of Directors Nominees: 01) Charles A. Anderson 04) Carlos E. Evans 07) Theodore J. Klinck 02) Gene H. Anderson 05) David L. Gadis 08) Anne H. Lloyd 03) Thomas P. Anderson 06) David J. Hartzell	✓ For
2. RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2023.	✓ For
3. ADVISORY VOTE ON EXECUTIVE COMPENSATION.	✓ For
4. ADVISORY VOTE ON FREQUENCY OF SAY-ON-PAY VOTES.	1 Year

NOTE: THE PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER DIRECTED HEREIN BY THE UNDERSIGNED STOCKHOLDER. IN THEIR DISCRETION, THE PROXY IS ALSO AUTHORIZED TO VOTE UPON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENTS THEREOF. IF NO DIRECTION IS MADE, THE PROXY WILL BE VOTED "FOR" THE ELECTION OF ALL NOMINEES FOR DIRECTOR, "FOR" PROPOSALS TWO AND THREE AND FOR EVERY YEAR WITH RESPECT TO PROPOSAL FOUR.

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for E-delivery".