

[] 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. I | 2. Issuer Name and Ticker or Trading Symbol | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|---|---|-------------------|-----------|-----------------------------------|---|--|-----------------------------------|--|--------------|---|------------------|--|---|---|---|---|--|
| Leary Brian M | | | | | | HIGHWOODS PROPERTIES, INC. [HIW] | | | | | | | Director | Director 10% Owner | | | |
| (Last) | (Last) (First) (Middle) | | | | 3. I | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | | _X_ Officer (give title below) Other (specify below) EVP & COO | | | |
| 3100 SMOKETREE COURT, SUITE 600 | | | | | | 3/1/2021 | | | | | | | | | | | |
| (Street) | | | | 4. I | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | | | | | Y) 6. Individual of | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| RALEIGH, NC 27604 (City) (State) (Zip) | | | | | | | | | | | | | X_Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| | | | Table | I - Non | -Der | ivati | ve Secu | ırities Acc | quir | ed, Disp | osed o | f, or I | Beneficially Own | ed | | | |
| 1.Title of Security (Instr. 3) 2. Trans. D Common Stock (1) 3/1/2021 | | | | Execution Date, if any | | 3. Trans. Code (Instr. 8) | | or Dispos | osed of (D) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) Instr. 3 and 4) | | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | 21 | | | Code A | V | Amount 20432.00 | (Ď) | Price \$0.00 | 55078.00 | | (I) (Instr. 4) D | | | | |
| Common Stock (2) 3/1/2021 | | | | | | F | | 1314.00 | D | \$0.00 | 53764.00 | | D | | | | |
| | Tab | ole II - De | rivative | Secur | ities | Bene | eficially | Owned (| e.g., | puts, ca | alls, wa | rrant | s, options, conve | tible secu | urities) | | |
| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative | 3. Trans. Date | Execution | BA. Deemed Execution Date, if any | | Code | Derivativ Acquired Disposed | Number of Derivative Securities Acquired (A) or Disposed of (D) Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date | | | and Amount of ies Underlying tive Security 3 and 4) | | 9. Number of derivative Securities Beneficially Owned | Ownership Form of Derivative Security: | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | Security | | | (| Code | | (A) | (D) | Date Exer | e E rcisable D | xpiration ate | | Amount or Number of Shares | | Transaction(s) | Direct (D) or Indirect (I) (Instr. 4) | |

Explanation of Responses:

- (1) Consists of time-based restricted stock granted by the Company that vests ratably over four years on March 1st of each year after the grant date and total return-based restricted stock granted by the Company that vests at the end of the applicable measurement period to the extent actual performance exceeds certain levels of performance.
- (2) In accordance with the terms of the initial restricted stock award and in connection with the vesting of the award, the reporting person tendered a portion of the restricted stock award to the issuer in satisfaction of tax liabilities.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---------------------------------|---------------|-----------|-----------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| Leary Brian M | | | | | | | |
| 3100 SMOKETREE COURT, SUITE 600 | | | EVP & COO | | | | |
| RALEIGH, NC 27604 | | | | | | | |

Signatures

/s/ Jeffrey D. Miller Attorney in fact for Brian M. Leary

**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. |
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