

HIGHWOODS PROPERTIES INC

Form 8-K

May 10, 2017

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SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 10, 2017

HIGHWOODS PROPERTIES, INC.
(Exact name of registrant as specified in its charter)

Maryland 001-13100 56-1871668
(State or other jurisdiction (Commission (I.R.S. Employer
of incorporation or organization) File Number) Identification Number)

HIGHWOODS REALTY LIMITED PARTNERSHIP
(Exact name of registrant as specified in its charter)

North Carolina 000-21731 56-1869557
(State or other jurisdiction (Commission (I.R.S. Employer
of incorporation or organization) File Number) Identification Number)

3100 Smoketree Court, Suite 600
Raleigh, North Carolina 27604
(Address of principal executive offices, zip code)

Registrants' telephone number, including area code: (919) 872-4924

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrants under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07. Submission of Matters to a Vote of Security Holders.

On May 10, 2017, the Company held its annual meeting of stockholders. The final vote of the matters presented for a vote at such meeting was as follows:

| Matter | For | Against | Abstain/ Withheld | Broker Non-Votes |
|--|------------|-----------|----------------------|---------------------|
| (1) Election of Directors: | | | | 3,743,506 |
| Charles A. Anderson | 88,688,851 | | 496,113 | |
| Gene H. Anderson | 88,108,288 | | 1,076,676 | |
| Carlos E. Evans | 88,007,712 | | 1,177,252 | |
| Edward J. Fritsch | 88,563,020 | | 621,944 | |
| David J. Hartzell | 88,689,141 | | 495,823 | |
| Sherry A. Kellett | 88,294,584 | | 890,380 | |
| O. Temple Sloan, Jr. | 88,039,935 | | 1,145,029 | |
| (2) Ratification of appointment of Deloitte & Touche LLP as independent auditor for 2017 | 92,313,026 | 588,725 | 26,719 | |
| (3) Advisory vote on executive compensation | 84,582,305 | 4,476,523 | 126,136 | 3,743,506 |
| | | | | |
| Matter | 1 Year | 2 Years | 3 Years | Abstain |
| (4) Advisory vote on frequency of say-on-pay votes | 76,159,712 | 27,828 | 12,907,144 | 90,280 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, each of the registrants has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

HIGHWOODS PROPERTIES, INC.

By: /s/ Jeffrey D. Miller

Jeffrey D. Miller

Executive Vice President, General Counsel and Secretary

HIGHWOODS REALTY LIMITED PARTNERSHIP

By: Highwoods Properties, Inc., its general partner

By: /s/ Jeffrey D. Miller

Jeffrey D. Miller

Executive Vice President, General Counsel and Secretary

Dated: May 10, 2017