# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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) October 24, 2001

## CORPORATE OFFICE PROPERTIES TRUST

(Exact name of registrant as specified in its charter)

Maryland (State or other jurisdiction of incorporation) **0-20047** (Commission File Number)

23-2947217 (IRS Employer Identification Number)

8815 Centre Park Drive, Suite 400 Columbia, Maryland 21045 (Address of principal executive offices)

(410) 730-9092

(Registrant's telephone number, including area code)

Item 7. Financial St	tements and Exhibits
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	The information contained in the attached exhibit is unaudited and should be read in conjunc	ction with the Registrant's annual and quarterly reports filed with the Securities
ano	and Exchange Commission.	

Exhibit Number	Description
99.1	Supplemental information dated September 30, 2001 for Corporate Office Properties Trust.

#### Item 9. Regulation FD Disclosure

In connection with its release of earnings on October 24, 2001, the Registrant is making available certain additional information pertaining to its properties and operations as of and for the period ended September 30, 2001. This information is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: October 24, 2001 CORPORATE OFFICE PROPERTIES TRUST

/s/ RANDALL M. GRIFFIN	
Randall M. Griffin President and Chief Operating Officer	
/s/ ROGER A. WAESCHE, JR.	
	Randall M. Griffin President and Chief Operating Officer

Name: Roger A. Waesche, Jr.
Title: Chief Financial Officer

# QuickLinks

<u>Item 7. Financial Statements and Exhibits</u> <u>Item 9. Regulation FD Disclosure</u>

**SIGNATURES** 

# **Supplemental Information** (Unaudited)

**September 30, 2001** 



## **Corporate Office Properties Trust**

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## September 30, 2001

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#### To Members of the Investment Community:

We prepared this supplemental information package to provide you with additional detail on our properties and operations. The information in this package is unaudited, filed with the Securities and Exchange Commission and should be read in conjunction with our quarterly and annual reports. If you have any questions or comments, please contact Ms. Sara L. Grootwassink, Vice President, Finance and Investor Relations at (410) 992-7324 or sara.grootwassink@copt.com.

#### Reporting Period Highlights—Third Quarter 2001

#### Financial Results

Reported FFO—diluted of \$11,034,000 or \$.33 per share/unit for the third quarter of 2001 as compared to \$9,550,000 or \$.30 per share/unit for the comparable 2000 period, representing an increase of 10.0% per share/unit. FFO—diluted increased \$1,484,000 or 15.5%, over the comparable 2000 period.

Reported AFFO—diluted of \$9,106,000 or \$.27 per share/unit for the third quarter of 2001 as compared to \$6,691,000 or \$.23 per share/unit for the comparable 2000 period, representing an increase of 17.4% per share/unit.

For the nine months ended September 30, 2001, reported FFO—diluted of \$31,752,000 or \$.95 per share/unit as compared to \$27,700,000 or \$.86 per share/unit for the same nine month period in 2000, representing an increase of 10.5% per share/unit. Similarly, for the nine months ended September 30, 2001, reported AFFO—diluted of \$26,049,000 or \$.78 per share/unit as compared to \$20,658,000 or \$.69 per share/unit for the same nine month period in 2000, representing an increase of 13.0% per share/unit.

Our diluted FFO payout ratio for the nine months ended September 30, 2001 improved to 65.0% as compared to 67.3% for the comparable period in 2000.

#### Financing and Capital Transactions

In September 2001, we issued 1,425,000 Series F cumulative redeemable preferred shares with a liquidation value of \$25.00 per share, raising \$35,625,000 in gross proceeds. These Series F preferred shares have a 9.875% coupon and can be redeemed at par at our option subsequent to October 14, 2006. Net proceeds were primarily used to pay down our Deutsche Bank revolving credit facility.

We increased our quarterly common dividend by 5.0% from \$.20 per share to \$.21 per share.

In connection with our 3<sup>rd</sup> quarter acquisitions, we issued 310,342 common units valued at \$10.50 per unit (\$3,259,000 in aggregate).

We closed a six year, \$16.0 million permanent loan with a 7.14% fixed interest rate.

Our debt to market capitalization is 52.3% and our debt to undepreciated book value of real estate assets is 56.2% as of September 30, 2001. We achieved an EBITDA interest coverage ratio of 2.57x and an EBITDA fixed charge coverage ratio of 1.99x for this quarter. Our quarterly weighted average interest rate dropped to 7.08% in the third quarter of 2001 from 7.22% in the prior quarter.

## Operations

We renewed 57.7% of our office leases (based upon square footage) with an average capital cost of \$4.40 per square foot during the 3d quarter. We realized increases in base and total rents on a straight-line basis of 11.9% and 9.1%, respectively, as measured from the GAAP straight-line rent in effect preceding the renewal date. Base and total rent on a cash basis increased 7.9% and 5.5%, respectively, on this renewed and retenanted space.

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- Overall occupancy was 97.2% as of September 30, 2001. Occupancy rates approximated 98.3% in the Baltimore/Washington Corridor, which represents 65.2% of our office square footage and 70.5% of our total office revenues for the 3<sup>rd</sup> quarter of 2001. We were 97.6% leased as of September 30, 2001.
- Weighted average lease term of our office portfolio is 4.4 years as of September 30, 2001, with an average contractual rental rate (including tenant reimbursements for operating costs) of \$17.73 per square foot.
- We improved our quarterly cash net operating income for the 79 same office properties by 5.5% over the quarter ended September 30, 2000. Our same store properties represent 83.8% of our office portfolio (based upon square footage) as of September 30, 2001.

#### Acquisition/Disposition

On August 30, 2001, we acquired for \$23.8 million four operating properties totaling 187,132 square feet which were 100% leased. This portfolio contributes to our dominant position in the Columbia Gateway Business Park through our portfolio of 12 operating properties comprising 744,000 square feet.

On August 3, 2001, we acquired for \$11.5 million one property totaling 97,161 rentable square feet, including 5,627 rentable square feet of fitness center space. This property was 100% leased and increases our concentration in the BWI Airport submarket through our ownership of 42 operating properties comprising 2.9 million square feet.

On July 2, 2001, we purchased for \$6.9 million the remaining 60% joint venture interest in five properties in the BWI Airport submarket totaling 314,594 square feet.

#### Development

In September 2001, we delivered 61,250 square feet of 201 NBP, a joint venture development project. This occupied space is 100% leased to Northrop Grumman Systems and represents 51.9% of this building.

#### Subsequent Events

On October 12, 2001, our \$100.0 million term credit facility with Deutsche Banc matured and the outstanding loan balance of \$90.9 million was repaid.

Note: This supplemental information contains "forward looking" statements, as defined in the Private Securities Litigation Reform Act of 1995, that are based on the Company's current expectations, estimates and projections about future events and financial trends affecting the financial condition of the business. Statements that are not historical facts, including statements about the Company's beliefs and expectations, are forward-looking statements. These statements are not guarantees of future performance, events or results and involve potential risks and uncertainties. Accordingly, actual results may differ materially. The Company undertakes no obligations to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. For further information, please refer to the Company's filings with the Securities and Exchange Commission.

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#### **Quarterly Selected Financial Summary Data**

#### (Dollars in thousands)

		2001						2000			
		September 30		June 30		March 31		December 31		September 30	
Total Revenues from Real Estate Operations	\$	32,050	\$	28,711	\$	28,851	\$	27,609	\$	27,656	
Net Operating Income from Real Estate Operations		22,394		20,153		20,385		19,469		19,606	
EBITDA		21,411		20,471		19,490		19,298		18,559	
Net Income before Preferred Dividends Preferred Dividends		5,222 (1,830)		5,081 (1,613)	_	3,726 (881)	_	4,087 (782)	_	3,685 (781)	
Net Income Available to Common Shareholders	\$	3,392	\$	3,468	\$	2,845	\$	3,305	\$	2,904	
Funds From Operations (FFO)—Diluted	\$	11,034	\$	10,560	\$	10,102	\$	9,804	\$	9,550	
FFO per diluted share	\$	0.33	\$	0.32	\$	0.31	\$	0.31	\$	0.30	
Adjusted FFO—Diluted(A) Adjusted FFO per diluted share	\$ \$	9,106 0.27	\$ \$	8,591 0.26	\$ \$	8,296 0.25	\$ \$	8,228 0.26	\$ \$	6,691 0.23	
Payout Ratios:	Ψ	0.27	Ψ	0.20	Ψ	0.23	Ψ	0.20	Ψ	0.23	
FFO—Diluted(B)		67.89%		62.43%	)	64.87%		65.67%		67.42%	
AFFO—Diluted(C)		82.26%		76.73%	)	78.99%		78.25%		87.68%	
Total Dividends/Distributions	\$	9,185	\$	8,069	\$	7,334	\$	7,220	\$	7,220	

- (A)
  For the quarter ended September 30, 2000, the Series C convertible preferred units were anti-dilutive for AFFO calculations. Thus, in computing AFFO, the quarterly dividend of \$572 was included in the numerator and the related 2,421 of Series C convertible preferred units (as if already converted into common shares) were excluded from the denominator.
- (B)

  Computed by dividing total dividends/distributions (except for dividends on Series B, E and F Cumulative Redeemable Preferred Shares which are subtracted to calculate FFO) by FFO diluted.
- (C)
  Computed by dividing total dividends/distributions (except for dividends on Series B, E and F Cumulative Redeemable Preferred Shares which are subtracted to calculate AFFO) by AFFO diluted. In addition, for the quarter ended September 30, 2000, the quarterly Series C preferred unit dividend of \$572 was excluded from the

## **Quarterly Consolidated Balance Sheets**

# (Dollars in thousands except per share data)

		2001	2000		
	September 30	June 30	March 31	December 31	September 30
ssets					
vestment in real estate:					
Land—operational	\$ 157,789				
Land—development	23,507			19,069	21,88
Construction in progress	33,860			17,489	21,57
Buildings and improvements	682,474			604,666	585,00
Investment in and advances to real estate joint ventures	8,005			3,616	8,6
Less: accumulated depreciation	(46,361	(41,659	9) (37,652)	(33,271)	(29,4
Net investment in real estate	859,274	792,000	772,342	751,587	744,4
Cash and cash equivalents	7,881	2,962	3,806	4,981	3,2
Restricted cash	4,116	9,633	4,468	2,703	2,0
Accounts receivable, net	4,720	4,855	5,519	3,245	3,5
Investment in and advances to other unconsolidated entities	1,939	2,041	2,159	6,124	4,0
Deferred rent receivable	10,511	9,804	9,335	8,644	7,8
Deferred charges, net	16,561	16,357	7 15,550	12,905	12,0
Prepaid and other assets	8,145	9,383	6,726	4,501	6,
Furniture, fixtures and equipment, net of accumulated depreciation	1,699	1,772	1,807	147	
Total assets	\$ 914,846	\$ 848,807	y \$ 821,712	\$ 794,837	\$ 784,
abilities and beneficiaries' equity					
abilities:  Mortgage loans payable	\$ 508,715	\$ 475,999	\$ 478,913	\$ 474,349	\$ 465.
Accounts payable and accrued expenses	8,923			10,227	6.
	4,319			3,883	5,
Rents received in advance and security deposits					
Dividends/distributions payable	8,346			7,090	7,
Fair value of derivatives  Other liabilities	3,894 11,082			_	
Other nationales	11,082	10,63	10,243		
Total liabilities	545,279	514,170	513,477	495,549	484
inority interests:					
Preferred Units in the Operating Partnership	24,367	24,367	24,367	24,367	24,
Common Units in the Operating Partnership	80,720			81,069	81,
Other consolidated partnership	231			124	01,
·					
Total minority interests	105,318	103,491	105,000	105,560	105.
Commitments and contingencies	_			_	
neficiaries' equity:					
Preferred Shares (\$0.01 par value; 5,000,000 authorized); 40,693 designated as Series A Convertible Preferred Shares of beneficial interest (1 share					
issued as of September 30, 2001) 1,725,000 designated as Series B Cumulative Redeemable Preferred Shares of beneficial	_	_		_	
interest (1,250,000 shares issued as of September 30, 2001) 544,000 designated as Series D Cumulative Redeemable Preferred Shares of beneficial interest	13			12	
(544,000 shares issued as of September 30, 2001) 1,265,000 designated as Series E Cumulative Redeemable Preferred Shares of beneficial interest (1,150,000 shares issued as of September 30, 2001)					
1,425,000 designated as Series F Cumulative Redeemable Preferred Shares of beneficial interest (1,425,000 shares issued as of September 30, 2001)	14		_		
Common Shares of beneficial interest (\$0.01 par value; 45,000,000 authorized, 20,756,647 shares issued as of	12	_	_	_	
September 30, 2001)	208	208	3 207	206	
Treasury Shares, at cost (166,600 shares as of September 30, 2001)	(1,415	(1,415	5) (1,415)	(1,415)	(1,
	(1,415 284,834 (13,618	249,617	221,682	209,388	(1, 209, (10,

Accumulated comprehensive loss	(2,574)	(1,475)	(1,993)		
Total beneficiaries' equity	264,249	231,146	203,235	193,728	194,409
Total beneficiaries' equity and minority interests	369,567	334,637	308,235	299,288	300,293
Total liabilities and beneficiaries' equity	\$ 914,846	\$ 848,807	\$ 821,712	\$ 794,837	\$ 784,865

Note: Prior to January 1, 2001, other unconsolidated entities included Corporate Office Services, Inc. (COS); Corporate Office Management, Inc. (COMI); Corporate Development Services, LLC (CDS); MediTract, LLC; Corporate Management Services, LLC (CMS); Corporate Realty Management, LLC (CRM); and Martin G. Knott and Associates, LLC (MGK). Subsequent to January 1, 2001, other unconsolidated entities consist solely of MediTract, LLC and Paragon Smart Technologies, LLC.

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## Quarterly Consolidated Statements of Operations and Funds From Operations (FFO)

# (Dollars and units in thousands)

			2	001			2000			
	Sej	ptember 30		June 30	March 31		December 31		September 30	
Revenues										
Rental revenue	\$	29,011	\$	25,960	\$	25,619	\$ 24,269	\$	23,980	
Tenant recoveries and other revenue		3,039		2,751		3,232	3,340		3,676	
Total Revenues from Real Estate Operations		32,050		28,711		28,851	27,609		27,656	
Expenses										
Property operating		4,178		3,492		3,448	3,220		3,596	
Repairs and maintenance		3,759		3,595		3,518	3,491		3,018	
Real estate taxes		1,719		1,471		1,500	1,429		1,436	
Total Property Expenses from Real Estate Operations		9,656	_	8,558		8,466	8,140		8,050	
Net Operating Income from Real Estate Operations		22,394		20,153		20,385	19,469		19,606	
General and administrative		(1,347)		(1,329)		(1,446)	(1,040)		(1,319)	
Equity in income of unconsol. real estate joint ventures		27		124		30	_		_	
Earnings from service companies		(378)		143		(329)	_		_	
Income from real estate services		715		1,380		850	1,067		383	
Equity in (loss) income of other unconsolidated entities			_				(198)		(111)	
EBITDA		21,411		20,471		19,490	19,298		18,559	
Interest expense		(8,342)		(7,762)		(8,194)	(8,266)		(7,850	
Series B, E & F Preferred Share dividends		(1,694)		(1,477)		(781)	(782)		(781	
Amortization of deferred financing costs		(397)		(546)		(383)	(416)		(349	
Income tax (expense) benefit		124		(44)		122	_		_	
Expense (income) associated with options		5		_		(61)	_		_	
Depreciation on unconsolidated real estate entities		38		70		(4)	(4)		(3)	
Minority interestholders' share of operations		(7)		(58)		4	(9)		(6	
Depreciation of corporate FF&E		(104)		(94)		(91)	(17)		(20)	
Funds From Operations (FFO)—Diluted		11,034		10,560		10,102	9,804		9,550	
Depreciation and other amortization		(5,148)		(4,863)		(4,809)	(4,485)		(4,275	
Gain on property sales		_		416		(106)	50		(109	
Loss on early extinguishment of debt  Cumulative effect adjustment for accounting change		_		(99)		(106)	(2)		(109	
		(5)		_		61	_		_	
Expense (income) associated with options  Depreciation on unconsolidated real estate entities		(38)		(70)		4	4		3	
Minority interestholders' share of operations		7		58		(4)	9		6	
Series B, E & F Preferred Share dividends		1,694		1,477		781	782		781	
Income Before Minority Interests and Preferred Share Dividends		7,544		7,479		5,766	6,162		5,956	
Minority Interests:										
•										

Preferred Units in Operating Partnership	(572)		(572)	(572)	(572)	(572)
Common Units in Operating Partnership	(1,743)		(1,768)	(1,472)	(1,494)	(1,693)
Other consolidated partnership	(7)		(58)	4	(9)	(6)
Preferred Share dividends	(1,830)		(1,613)	(881)	(782)	(781)
Net Income Available to Common Shareholders	\$ 3,392	\$	3,468	\$ 2,845	\$ 3,305	\$ 2,904
Funds From Operations (FFO)—Diluted	\$ 11,034	\$	10,560	\$ 10,102	\$ 9,804	\$ 9,550
Preferred Units in Operating Partnership(1)	_		_	_	_	(572)
Straight line rents	(717)		(816)	(690)	(800)	(1,872)
Non-incremental capital expenditures	(1,211)		(1,153)	(1,116)	(776)	(415)
Adjusted Funds from Operations—Diluted	\$ 9,106	\$	8,591	\$ 8,296	\$ 8,228	\$ 6,691
Preferred dividends/distributions(2)	2,402		2,185	1,453	1,353	1,353
Common dividends/distributions	6,783		5,884	5,881	5,867	5,867
Total Dividends/Distributions	\$ 9,185	s	8,069	\$ 7,334	\$ 7,220	\$ 7,220

<sup>(1)</sup>For the quarter ended September 30, 2000, the Series C convertible preferred units were anti-dilutive for AFFO calculations. Thus, in computing AFFO, the quarterly dividend of \$572 was included in the numerator and the related 2,421 of Series C convertible preferred units (as if already converted into common shares) were excluded from the denominator.

#### Quarterly Consolidated Statements of Operations and FFO per Diluted Share

## (Shares in thousands)

			2001	2000			
	Septen	nber 30	June 30	March 31	December 31	September 30	
Revenues							
Rental revenue	\$	0.86	\$ 0.78	\$ 0.78	\$ 0.76	\$ 0.75	
Tenant recoveries and other revenue		0.09	0.08	0.10	0.10	0.11	
Total Revenues from Real Estate Operations		0.95	0.86	0.88	0.86	0.86	
Expenses							
Property operating		0.12	0.10	0.10	0.10	0.11	
Repairs and maintenance		0.11	0.11	0.11	0.11	0.09	
Real estate taxes		0.05	0.04	0.05	0.04	0.04	
Total Property Expenses from Real Estate Operations		0.29	0.26	0.26	0.25	0.25	
Net Operating Income from Real Estate Operations		0.67	0.60	0.62	0.61	0.61	
General and administrative		(0.04)	(0.04)	(0.04)	(0.03)	(0.04)	
Equity in income of unconsol. real estate joint ventures		0.00	0.00	0.00	_	_	
Earnings from service companies		(0.01)	0.00	(0.01)	_	_	
Income from real estate services		0.02	0.04	0.03	0.03	0.01	
Equity in (loss) income of other unconsolidated entities		_			(0.01)	(0.00)	
EBITDA		0.64	0.61	0.59	0.60	0.58	
Interest expense		(0.25)	(0.23)	(0.25)	(0.26)	(0.25)	
Series B, E & F Preferred Share dividends		(0.05)	(0.04)	(0.02)	(0.02)	(0.02)	
Amortization of deferred financing costs		(0.01)	(0.02)	(0.01)	(0.01)	(0.01)	
Income tax (expense) benefit		0.00	(0.00)	0.00	_	_	
Expense (income) associated with options		0.00	_	(0.00)	_	_	
Depreciation on unconsolidated real estate entities		0.00	0.00	(0.00)	(0.00)	(0.00)	
Minority interestholders' share of operations		(0.00)	(0.00)	0.00	(0.00)	(0.00)	

<sup>(2)</sup>Includes Series B, E and F Cumulative Redeemable Preferred Share dividends deducted for FFO/AFFO computations.

Depreciation of corporate FF&E		(0.00)	(0.	00)	(0.00)	(0.00)		(0.00)
Funds From Operations (FFO)—Diluted		0.33	0.	32	0.31	0.31		0.30
Depreciation and other amortization		(0.15)	(0	15)	(0.15)	(0.14)		(0.13)
Gain on property sales		(0.13)	0.		(0.13)	0.00		(0.13)
Loss on early extinguishment of debt		_		00)	(0.00)	(0.00)		(0.00)
Cumulative effect adjustment for accounting change					(0.00)	(0.00)		(0.00)
Expense (income) associated with options		(0.00)			0.00	_		_
Depreciation on unconsolidated real estate entities		(0.00)	(0	00)	0.00	0.00		0.00
Minority interestholders' share of operations		0.00	`	00)	(0.00)	0.00		0.00
Series B, E & F Preferred Share dividends		0.05		04	0.02	0.02		0.02
Series B, E & F Fredrict Share dividents		0.03	0.		0.02	0.02		0.02
Income Before Minority Interests and Preferred Share Dividends		0.23	0.	22	0.18	0.19		0.19
Minority Interests:								
Preferred Units in Operating Partn ership		(0.02)	(0.	02)	(0.02)	(0.02)		(0.02)
Common Units in Operating Partnership		(0.05)	(0.	05)	(0.04)	(0.05)		(0.05)
Other consolidated partnership		(0.00)	(0.	00)	0.00	(0.00)		(0.00)
Preferred Share dividends		(0.05)	(0.	05)	(0.03)	(0.02)		(0.02)
		(5152)			(5155)	(***2)		(***2)
Net Income Available to Common Shareholders	\$	0.10	\$ 0.	10	\$ 0.09	\$ 0.10	\$	0.09
Funds From Operations (FFO)—Diluted	s	0.33	\$ 0.	32	\$ 0.31	\$ 0.31	\$	0.30
Preferred Units in Operating Partnership					_			(0.02)
Straight line rents		(0.02)		02)	(0.02)	(0.02)		(0.02)
Non-incremental capital expenditures		(0.04)	`	03)	(0.02)	(0.02)		(0.01)
. Con meteriorial capital experiments		(0.01)	(0.		(0.03)	(6.62)		(0.01)
Adjusted Funds from Operations—Diluted	\$	0.27	\$ 0.	26	\$ 0.25	\$ 0.26	\$	0.23
				_				
For FFO Computations: Weighted Average Converted Preferred Shares/Units		3,618	3,6	18	3,299	2,421		2,421
Weighted Average Common Shares/Units Outstanding		30,037	29,7		29,643	29,611	_	29,561
Weighted Average Diluted Shares Outstanding		33,655	33,3	64	32,942	32,032		31,982
For AFFO Computations:								
Weighted Average Converted Preferred Shares/Units		3,618	3,6		3,299	2,421		_
Weighted Average Common Shares/Units Outstanding		30,037	29,7	46 — ·	29,643	29,611		29,561
Weighted Average Diluted Shares Outstanding		33,655	33,3	64	32,942	32,032		29,561

## Quarterly Consolidated Statements of Operations and FFO as a Percentage of Total Revenues

		2001		200	0
	September 30	June 30	March 31	December 31	September 30
Revenues					
Rental revenue	91%	90%	89%	88%	87%
Tenant recoveries and other revenue	9%	10%	11%	12%	13%
Total Revenues from Real Estate Operations	100%	100%	100%	100%	100%
Expenses					
Property operating	13%	12%	12%	12%	13%
Repairs and maintenance	12%	13%	12%	13%	11%
Real estate taxes	5%	5%	5%	5%	5%
Total Property Expenses from Real Estate Operations	30%	30%	29%	29%	29%
Net Operating Income from Real Estate Operations	70%	70%	71%	71%	71%
General and administrative	(4)%	(5)%	(5)%	(4)%	(5)%

Equity in income of unconsol. real estate joint ventures	0%	0%	0%	0%	00
Earnings from service companies	(1)%	0%	(1)%	0%	00
Income from real estate services	2%	5%	3%	4%	19
Equity in (loss) income of other unconsolidated entities	0%	0%	0%	(1)%	(0)
BITDA	67%	71%	68%	70%	679
Interest expense	(26)%	(27)%	(28)%	(30)%	(28)
Series B, E & F Preferred Share dividends	(5)%	(5)%	(3)%	(30)%	(3
Amortization of deferred financing costs	(1)%	(2)%	(1)%	(2)%	(1
Income tax (expense) benefit	0%	(0)%	0%	0%	0
Expense (income) associated with options	0%	0%	(0)%	0%	0
Depreciation on unconsolidated real estate entities	0%	0%	(0)%	(0)%	(0
Minority interestholders' share of operations	(0)%	(0)%	0%	(0)%	(0)
Depreciation of corporate FF&E	(0)%	(0)%	(0)%	(0)%	(0
ands From Operations (FFO)—Diluted	34%	37%	35%	36%	35
Depreciation and other amortization	(16)%	(17)%	(17)%	(16)%	(15
Gain on property sales	0%	1%	0%	0%	(
Loss on early extinguishment of debt	0%	(0)%	(0)%	(0)%	((
Cumulative effect adjustment for accounting change	0%	0%	(1)%	0%	C
Expense (income) associated with options	(0)%	0%	0%	0%	(
Depreciation on unconsolidated real estate entities	(0)%	(0)%	0%	0%	0
Minority interestholders' share of operations	0%	0%	(0)%	0%	C
Series B, E & F Preferred Share dividends	5%	5%	3%	3%	3
come Before Minority Interests and Preferred Share Dividends	24%	26%	20%	22%	22
inority Interests:					
Preferred Units in Operating Partnership	(2)%	(2)%	(2)%	(2)%	(2
Common Units in Operating Partnership	(5)%	(6)%	(5)%	(5)%	(6
Other consolidated partnership	(0)%	(0)%	0%	(0)%	(0
eferred Share dividends	(6)%	(6)%	(3)%	(3)%	(3
et Income Available to Common Shareholders	11%	12%	10%	12%	11
ınds From Operations (FFO)—Diluted	34%	37%	35%	36%	35
Preferred Units in Operating Partnership	0%	0%	0%	0%	(2
Straight line rents	(2)%	(3)%	(2)%	(3)%	(7
Non-incremental capital expenditures	(4)%	(4)%	(4)%	(3)%	(2
djusted Funds from Operations—Diluted	28%	30%	29%	30%	2

# **Quarterly Equity Analysis**

# (Amounts in thousands, except per share data, share prices and ratios)

		2001		200	0
	September 30	June 30	March 31	December 31	September 30
Common Equity—End of Quarter					
Common Shares(1)	20,590	20,526	20,429	20,409	20,407
Common Units	9,617	9,307	9,388	9,388	9,388
Total	30,207	29,833	29,817	29,797	29,795
Convertible Preferred Equity—End of Quarter					
Convertible Series A Preferred Shares Outstanding(2)	0	0	0	0	0
Conversion Ratio	1 8748	1 8748	1 8748	1 8748	1 8748

				_						
Common Shares Issued Assuming Conversion		0	•	0		0		0		0
Preferred Share Liquidation Preference	\$	25.00	\$	25.00	\$	25.00	\$	25.00	\$	25.00
Convertible Series D Preferred Shares Outstanding(3)		544		544		544		n/a		n/a
Conversion Ratio		2.2000		2.2000		2.2000		n/a		n/a
Common Shares Issued Assuming Conversion		1,197		1,197		1,197		n/a		n/a
Preferred Share Liquidation Preference	\$	25.00	\$	25.00	\$	25.00		n/a		n/a
Convertible Series C Preferred Units Outstanding		1,017		1,017		1,017		1,017		1,017
Conversion Ratio		2.3810		2.3810		2.3810		2.3810		2.3810
Common Units Issued Assuming Conversion		2,421		2,421		2,421		2,421		2,421
Preferred Share Liquidation Preference	\$	25.00	\$	25.00	\$	25.00	\$	25.00	\$	25.00
Perpetual Preferred Equity—End of Quarter										
Redeemable Series B Shares Outstanding		1,250		1,250		1,250		1,250		1,250
Preferred Share Liquidation Preference	\$	25.00	\$	25.00	\$	25.00	\$	25.00	s	25.00
		1,150		1,150						
Redeemable Series E Shares Outstanding(4)  Preferred Share Liquidation Preference	\$	25.00	\$	25.00		n/a n/a		n/a n/a		n/a n/a
	J		J							
Redeemable Series F Shares Outstanding(5)	_	1,425		n/a		n/a		n/a		n/a
Preferred Share Liquidation Preference	\$	25.00		n/a		n/a		n/a		n/a
Weighted Average Shares:										
Weighted Average Common Shares Outstanding		20,141		20,077		19,982		19,947		19,934
Weighted Average Preferred Shares Outstanding Assuming Conversion		1,197		1,197		878		_		_
Weighted Average Dilutive Options		481		334		273		276		239
Weighted Average Common Units		9,415		9,335		9,388		9,388		9,388
Weighted Average Preferred Units Assuming Conversion		2,421		2,421		2,421		2,421		2,421
Weighted Avg. Shares/Units Outstanding Assuming Conversion of Preferred	_									
Shares/Units		33,655		33,364		32,942		32,032		31,982
Common Shares Trading Volume										
Average Daily Volume (Shares)		30		24		21		13		20
Average Daily Volume (Dollars in thousands)	\$	313.45	\$	237.66	\$	198.00	\$	122.20	\$	188.38
As a Percentage of Common Shares		0.1%		0.1%		0.1%		0.1%		0.1%
Common Share Price Range		44.50	•	40.50		0.00		40.00		40.40
Quarterly High	\$	11.50	\$	10.60	\$	9.98	\$	10.00	\$	10.13
Quarterly Low	\$ \$	9.86	\$	9.36	\$	9.03	\$	8.94	\$	8.75
Quarterly Average		10.61	\$	10.10	\$	9.59	\$	9.63	\$	9.39
End of Quarter	\$	10.90	\$	10.00	\$	9.51	\$	9.94	\$	9.94
Capitalization										
Liquidation Value of Preferred Shares/Units	s	134,642	\$	99,017	\$	70,267	\$	56,667	\$	56,667
Market Value of Common Shares/Units		329,256		298,330		283,560		296,106		296,088
			_							
Total Equity Market Capitalization	\$	463,898	\$	397,347	s	353,826	s	352,773	\$	352,754
T. (10.1)		500 515		455 000		450.012		454.240		467.606
Total Debt	\$	508,715	\$	475,999	\$	478,913	\$	474,349	\$	465,696
Total Market Capitalization	\$	972,613	\$	873,346	\$	832,739	s	827,122	\$	818,450
Debt to Total Market Capitalization		52.3%		54.5%		57.5%	•	57.3%		56.9%
-										
Debt to Undepreciated Book Value of Real Estate Assets		56.2%		57.1%		59.1%	,	60.4%		60.0%

<sup>(1)</sup>  $\label{eq:Net_of_166,600} \text{Net of } 166,600 \text{ treasury shares as of September } 30,\,2001.$ 

<sup>(2)</sup> On September 28, 2000, all Convertible Series A preferred shares except for 1 share were converted into common shares.

<sup>(3)</sup> We issued 544,000 Convertible Series D preferred shares on January 25, 2001.

<sup>(4)</sup> We issued 1,150,000 Cumulative Redeemable Series E preferred shares on April 6, 2001.

<sup>(5)</sup> We issued 1,425,000 Cumulative Redeemable Series F preferred shares on September 13, 2001.

## **Quarterly Valuation Analysis**

## (Dollars in thousands except per share data and ratios)

		2001		2000	
	September 30	June 30	March 31	December 31	September 30
PRICING MULTIPLES					
NOI Multiple (Market value of Common Equity + Avg. Preferred Share/Units + Avg. Total Debt)/Ann. NOI	10.93x	10.82x	10.17x	10.54x	10.25x
EBITDA Multiple (Market value of Common Equity + Avg. Preferred Share/Units + Avg. Total Debt)/Ann. EBITDA	11.43x	10.66x	10.64x	10.63x	10.83x
FFO Multiple (Quarter End Common Share Price/Ann. FFO—diluted)	8.31x	7.90x	7.75x	8.12x	8.32x
AFFO Multiple (Quarter End Common Share Price/Ann. AFFO—diluted)	10.07x	9.71x	9.44x	9.67x	10.98x
NOI Yield (Ann. NOI/(Market value of Common Equity + Avg. Preferred Share/Units + Avg. Debt))	9.15%	9.24%	9.83%	9.49%	9.76%
EBITDA Yield (Ann. EBITDA/(Market value of Common Equity + Avg. Preferred Share/Units + Avg. Debt))	8.75%	9.38%	9.40%	9.41%	9.24%
FFO Yield (Ann. FFO/Quarter End Common Share Price)	12.03%	12.66%	12.90%	12.32%	12.02%
AFFO Yield (Ann. AFFO/Quarter End Common Share Price)	9.93%	10.30%	10.59%	10.34%	9.11%
Total Market Capitalization Per Square Foot ((Market Value of Common Stock + Preferred Share/Units + Total Debt)/GLA)(1)	\$ 133.29 \$	129.16 \$	124.70 \$	127.79 \$	128.86
RETURNS					
Yield on Real Estate Owned—NOI (Ann. NOI/Avg. Adjusted Gross Real Estate Investment)(2)	11.12%	10.54%	10.85%	10.58%	10.86%
Yield on Real Estate Owned—EBITDA (Ann. EBITDA/Avg. Adjusted Gross Real Estate Investment)(2)	10.63%	10.71%	10.37%	10.49%	10.28%
Return on Book Value of Average Equity & Minority Interest (Ann. EBTDA/Avg. Equity & Minority Interest)	14.85%	15.82%	14.87%	14.72%	14.24%

<sup>(1)</sup> Excludes square footage of assets under development, under construction or held in a joint venture.

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# Quarterly Debt Analysis

#### (Dollars in thousands)

				2001				20	00	
	Se	ptember 30		June 30		March 31		December 31		September 30
Debt Outstanding										
Mortgage Loans	\$	475,163	\$	409,670	\$	356,872	\$	329,955	\$	338,063
Construction Loans		15,852		13,099		18,950		33,058		25,586
Revolving Credit Facility		_		_		29,091		29,091		4,761
Secured Revolving Credit Facility		17,700		53,230		74,000		82,245		97,285
		500 515	_	455.000	_	450.040	_	47.440	_	465.605
	\$	508,715	\$	475,999	\$	478,913	\$	474,349	\$	465,695
	_		_							

#### Average Outstanding Balance

<sup>(2)</sup> Excludes land-development, construction in progress and investment in development real estate joint ventures as these assets are not yet income generating.

Construction Loans	15,502	10,4	36	26,967	28,277	37,700
Revolving Credit Facility	_	28,4	45	29,091	22,545	2,381
Secured Revolving Credit Facility	52,548	59,1		75,507	90,910	91,239
,	 					
	\$ 514,834	\$ 475,2	26 \$	475,588	\$ 467,703	\$ 451,065
Interest Rate Structure						
Fixed	\$ 328,029	\$ 305,4	31 \$	\$ 240,501	\$ 201,715	\$ 305,614
Variable				13,412	147,634	60,081
	190 696	170.5	60			· · · · · · · · · · · · · · · · · · ·
Variable Subject to Interest Rate Protection(1-4)	 180,686	170,5	08 — -	225,000	125,000	100,000
	\$ 508,715	\$ 475,9	99 \$	\$ 478,913	\$ 474,349	\$ 465,695
% of Fixed Rate Loans(A)	64.48%	64.	17%	50.22%	42.52%	65.63%
% of Variable Rate Loans	35.52%	35.	83%	49.78%	57.48%	34.37%
	 100.00%	100.	— - 00%	100.00%	100.00%	100.00%
(A) Excludes interest rate protection agreements.						
Average Interest Rates						
Mortgage & Construction Loans	7.12%	7.	31%	7.44%	7.84%	7.62%
Revolving Credit Facility	6.73%		71%	7.31%	8.17%	8.12%
Secured Revolving Credit Facility	n/a		93%	7.85%	8.38%	8.33%
Total Weighted Average	7.08%		22%	7.50%	7.96%	7.64%
Total Weighted Average	7.0870	/.	22 /0	7.5070	7.5070	7.0470
Debt Ratios						
Debt to Total Market Capitalization	52.3%		.5% '.1%	57.5% 59.1%	57.3% 60.4%	56.9% 60.0%
Debt to Undepreciated Book Value of Real Estate Assets	56.2%	3.	.1%	59.1%	60.4%	60.0%
Coverage Ratios (excluding capitalized interest)						
Interest Coverage—NOI						
(NOI/Interest)	2.68x	2.	60x	2.49x	2.36x	2.50x
Interest Coverage—EBITDA (EBITDA/Interest)	2.57x	2.	64x	2.38x	2.33x	2.36x
Interest Coverage—EBITDA—YTD						
(EBITDA/Interest—Year-to-date)	2.53x	2.	50x	2.38x	2.38x	2.40x
Debt Service Coverage—NOI (NOI/(Interest + Principal Amortization))	2.32x	2.	28x	2.23x	2.09x	2.23x
Debt Service Coverage—EBITDA	2.52.1	2.	2011	2.23 K	2.07.1	2.23 (
(EBITDA/(Interest + Principal Amortization))	2.22x	2.	32x	2.13x	2.07x	2.11x
Fixed Charge Coverage—NOI (NOI/(Interest + Preferred Distribution))	2.08x	2.	03 x	2.11x	2.02x	2.13x
Fixed Charge Coverage—EBITDA						
(EBITDA/(Interest + Preferred Distribution))	1.99x	2.	06x	2.02x	2.01x	2.02x

\$

446,784

377,222

344,023

325,971

319,745

Mortgage Loans

10

#### **Quarterly Operating Ratios**

## (Dollars in thousands except per share data and ratios)

		2001		2000	
	September 30	June 30	March 31	December 31	September 30
OPERATING RATIOS					
NOI as a % of Real Estate Revenues					
(NOI / (Rental Revenue + Oper. Expense Reimb.))	69.87%	70.19%	70.66%	70.52%	70.89%
EBITDA as a % of Real Estate Revenues					
(EBITDA / (Rental Revenue + Oper. Expense Reimb.))	66.80%	71.30%	67.55%	69.90%	67.11%
G&A as a % of Real Estate Revenues					
(G&A / (Rental Revenue + Oper. Expense Reimb.))	4.20%	4.63%	5.01%	3.77%	4.77%

<sup>(1)</sup> We purchased a \$50 million 2-year cap on LIBOR at a rate of 7.7% which expires May 31, 2002.

<sup>(2)</sup> We purchased a \$50 million 1-year cap on LIBOR at a rate of 7.0% which expires October 13, 2001.

<sup>(3)</sup> We purchased a \$25 million 1-year cap on LIBOR at a rate of 7.0% which expires October 13, 2001.

<sup>(4)</sup> We executed a \$100 million notional amount swap exchanging 30-day floating LIBOR for LIBOR of 5.76% over a two-year period which expires January 2, 2003.

G&A as a % of EBITDA	G&A	as a	% 0	f EBI	TDA
----------------------	-----	------	-----	-------	-----

(G&A / EBITDA)		6.29%	6.49%	7.42%	5.39%	7.11%
Quarter end occupancy for operating portfolio		97.18%	96.92%	96.95%	97.03%	97.33%
Quarter end % leased for operating portfolio		97.57%	97.60%	98.39%	98.17%	98.30%
Non-Incremental Capital Expenditures	e	1.211 \$	1 152 6	1 116 6	776 \$	415
Non-Incremental Capital Expenditures  Non-Incremental Capital Expenditures per average square feet	\$ \$	0.17 \$	1,153 \$ 0.17 \$	1,116 \$ 0.17 \$	0.12 \$	0.07
Non-Incremental Capital Expenditures per Diluted Share	\$	0.04 \$	0.03 \$	0.03 \$	0.02 \$	0.01
Non-Incremental Capital Expenditures as a % of NOI		5.41%	5.72%	5.47%	3.99%	2.12%

## **Quarterly Dividend Analysis**

			2001		200	0	
	S	eptember 30	June 30	March 31	December 31		September 30
Common Share Dividends							
Dividends per share/unit	\$	0.21	\$ 0.20	\$ 0.20	\$ 0.20	\$	0.20
Increase over prior quarter		5.0%	0.0%	0.0%	0.0%		5.3%
Increase over prior year		5.0%	5.3%	5.3%	5.3%		5.3%
Common Dividend Payout Ratios							
Payout—FFO—Diluted ((Dividend + Distributions)/FFO)		67.9%	62.4%	64.9%	65.7%		67.4%
Payout—AFFO—Diluted							
(Dividend /FAD) Dividend Coverage—FFO—Diluted		82.3%	76.7%	79.0%	78.3%		87.7%
(FFO /dividends) Dividend Coverage—AFFO—Diluted		1.47x	1.60x	1.54x	1.52x		1.48x
(AFFO /dividends)		1.22x	1.30x	1.27x	1.28x		1.14x
Common Dividend Yields							
Dividend Yield		7.71%	8.00%	8.41%	8.05%		8.05%
Series C Preferred Unit Distributions							
Preferred Unit Distributions Per Share	\$	0.5625	\$ 0.5625	\$ 0.5625	\$ 0.5625	\$	0.5625
Preferred Unit Distributions Yield		9.00%	9.00%	9.00%	9.00%		9.00%
Quarter End Liquidation Preference	\$	25.00	\$ 25.00	\$ 25.00	\$ 25.00	\$	25.00
Series A Preferred Share Dividends							
Preferred Share Dividends Per Share	\$	0.34375	\$ 0.34375	\$ 0.34375	\$ 0.34375	\$	0.34375
Preferred Share Dividend Yield		5.50%	5.50%	5.50%	5.50%		5.50%
Quarter End Liquidation Preference	\$	25.00	\$ 25.00	\$ 25.00	\$ 25.00	\$	25.00
Series B Preferred Share Dividends							
Preferred Share Dividends Per Share	\$	0.6250	\$ 0.6250	\$ 0.6250	\$ 0.6250	\$	0.6250
Preferred Share Dividend Yield		10.00%	10.00%	10.00%	10.00%		10.00%
Quarter End Liquidation Preference	\$	25.00	\$ 25.00	\$ 25.00	\$ 25.00	\$	25.00
Series D Preferred Share Dividends(1)							
Preferred Share Dividends Per Share	\$	0.2500	\$ 0.2500	\$ 0.2500	n/a		n/a
Preferred Share Dividend Yield		4.00%	4.00%	4.00%	n/a		n/a
	\$	25.00	\$ 25.00	\$ 25.00	n/a		n/a
Quarter End Liquidation Preference							
Series E Preferred Share Dividends(2)							
Preferred Share Dividends Per Share	\$	0.6406	\$ 0.6406	n/a	n/a		n/a
Preferred Share Dividend Yield		10.25%	10.25%	n/a	n/a		n/a
Quarter End Liquidation Preference	\$	25.00	\$ 25.00	n/a	n/a		n/a
Series F Preferred Share Dividends(3)							
Preferred Share Dividends Per Share	\$	0.6172	n/a	n/a	n/a		n/a
Preferred Share Dividend Yield		9.875%	n/a	n/a	n/a		n/a
Quarter End Liquidation Preference	\$	25.00	n/a	n/a	n/a		n/a

<sup>(1)</sup>We issued 544,000 of Series D Convertible Preferred Shares on January 25, 2001. Dividend was prorated based upon the number of days outstanding from date of issuance through quarter end. Prorated dividend was \$.1833 per share.

<sup>(2)</sup>We issued 1,150,000 of Series E Cumulative Redeemable Preferred Shares on April 6, 2001. Dividend was prorated based upon the number of days outstanding from date of issuance through quarter end. Prorated dividend was \$.6050 per share.

#### **Investor Composition and Analyst Coverage**

#### (as of September 30, 2001)

Shareholder Classification	Common Shares	Common Units	As if Converted Preferred Shares/Units	Total	Fully Diluted Ownership % of Total
Constellation Real Estate, Inc.	8,876,171	_	2	8,876,173	26.24%
Insiders	1,149,628	7,837,937	_	8,987,565	26.57%
Institutional Ownership	3,258,368	_	_	3,258,368	9.63%
Other/Retail	7,305,880	1,779,422	3,617,472	12,702,774	37.55%
	20,590,047	9,617,359	3,617,474	33,824,880	100.00%

Research Coverage	September 30, 2001	June 30, 2001	March 31, 2001	December 31, 2000	September 30, 2000
A. G. Edwards	X	X	X	X	X
Credit Suisse First Boston	x	X	X	X	X
Deutsche Banc Alex. Brown	x	X	X	x	
Ferris, Baker Watts, Incorporated	x	X	X		
Janney Montgomery Scott	x	X	X	x	X
Legg Mason Wood Walker, Inc.	x	X	X	X	X
McDonald Investments	x	X	X	x	X
Prudential Securities Incorporated					х

Source: Institutional ownership was obtained from filed Forms 13(f) as of June 30, 2001 per Vickers Stock Research Corporation.

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## Debt Maturity Schedule—September 30, 2001

#### (Dollars in thousands)

	Mortga	iges			Construction	n Lo	ans(1)								
Year of Maturity	Monthly nortization		Due on Maturity		Monthly Amortization		Due on Maturity(2)		Term Credit(3) Facility	\$125,000 Secured Revolving Credit Facility			Total Scheduled Payments		
2001	\$ 1,397	\$	_	\$	_	\$	_	\$	_	\$	_	\$	1,397		
2002	5,951		16,215		158		_		90,954		_		113,278		
2003	6,240		28,469		173		15,521		_		_		50,403		
2004	6,272		36,508		_		_		_		17,700		60,480		
2005	6,282		16,368		_		_		_		_		22,650		
2006	6,154		59,975		_		_		_		_		66,129		
2007	5,049		20,442		_		_		_		_		25,491		
2008	3,200		142,879		_		_		_		_		146,079		
2009	331		22,477		_		_		_		_		22,808		
				_		_		_		_		_			
	\$ 40,876	\$	343,333	\$	331	\$	15,521	\$	90,954	\$	17,700	\$	508,715		

## Notes:

- (1) The construction loan balances as of September 30, 2001 represent the outstanding balances as of that date.
- (2) We have the right to extend construction loans of \$8,952 and \$6,900, for a one-year period subject to certain conditions, upon maturity in 2002. The above table reflects the maturities in 2003, as if the loans had been extended.
- (3)
  The Term Credit Facility was extended through October 13, 2001. We have the right to extend for another one-year period, subject to certain conditions. This loan has been presented as maturing in October 2002 in the above table. However, this loan was repaid on October 12, 2001.

We have obtained interest rate protection agreements as follows:

\$50 million cap on thirty-day LIBOR at 7.7% expiring in May 2002.

# Property Summary by Region—September 30, 2001

	Property Count	or Joint Venture (JV)	Submarket	Year Built or State Renovated		Single Story (S) or Multi-story (M)	Rentable Square Feet	Rentable Square Feet— Development
Office Properties								
Baltimore /Washington Corridor								
2730 Hercules Road	1	Owned	BWI Airport	MD	1990	M	240,336	
132 National Business Parkway		Owned	BWI Airport	MD	2000		118.456	
2721 Phoenix Road (221 NBP)		Owned	BWI Airport	MD	2000		117,890	
1306 Concourse Drive		Owned	BWI Airport	MD	1990		114.046	
870-880 Elkridge Landing Road		Owned	BWI Airport	MD	1981		97,161	
900 Elkridge Landing Road		Owned	BWI Airport	MD	1982		97,139	
1199 Winterson Road		Owned	BWI Airport	MD	1988		96,636	
920 Elkridge Landing Road		Owned	BWI Airport	MD	1982	M	96,566	
134 National Business Parkway	9	Owned	BWI Airport	MD	1999	M	93,482	
133 National Business Parkway	10	Owned	BWI Airport	MD	1997	M	88,666	
141 National Business Parkway	11	Owned	BWI Airport	MD	1990	M	86,964	
135 National Business Parkway	12	Owned	BWI Airport	MD	1998	M	86,863	
1302 Concourse Drive	13	Owned	BWI Airport	MD	1996	M	84,607	
7467 Ridge Road	14	Owned	BWI Airport	MD	1990	M	73,756	
881 Elkridge Landing Road	15	Owned	BWI Airport	MD	1986	M	73,572	
7240 Parkway Drive	16	Owned	BWI Airport	MD	1985	M	73,500	
1099 Winterson Road	17	Owned	BWI Airport	MD	1988	M	70,938	
131 National Business Parkway	18	Owned	BWI Airport	MD	1990	M	68,906	
1190 Winterson Road	19	Owned	BWI Airport	MD	1987	M	68,567	
911 Elkridge Landing Road	20	Owned	BWI Airport	MD	1985		68,296	
849 International Drive		Owned	BWI Airport	MD	1988		68,195	
1201 Winterson Road		Owned	BWI Airport	MD	1985		67,903	
999 Corporate Boulevard		Owned	BWI Airport	MD	2000		67,351	
2701 Phoenix Road (201 NBP)	24		BWI Airport	MD	2001		61,250	56,750
7318 Parkway Drive		Owned	BWI Airport	MD	1984		59,204	
900 International Drive	26	Owned	BWI Airport	MD	1986	S	57,140	
930 International Drive			B		4006			
		Owned	BWI Airport	MD	1986		57,140	
901 Elkridge Landing Road		Owned	BWI Airport	MD	1984		56,847	
891 Elkridge Landing Road		Owned	BWI Airport	MD	1984		56,489	
921 Elkridge Landing Road		Owned	BWI Airport	MD	1983		54,057	
939 Elkridge Landing Road		Owned	BWI Airport	MD	1983 1984		53,031	
938 Elkridge Landing Road		Owned	BWI Airport	MD MD	1984		52,988	
940 Elkridge Landing Road 800 International Drive		Owned Owned	BWI Airport BWI Airport	MD	1984		51,704 50,979	
1340 Ashton Road		Owned	BWI Airport	MD	1989		46,400	
7321 Parkway Drive		Owned	BWI Airport	MD	1984		39,822	
1334 Ashton Road		Owned	BWI Airport	MD	1989		37,565	
1331 Ashton Road		Owned	BWI Airport	MD	1989		29,936	
1350 Dorsey Road		Owned	BWI Airport	MD	1989		19,992	
1344 Ashton Road		Owned	BWI Airport	MD	1989		16,865	
1341 Ashton Road	41	Owned	BWI Airport	MD	1989		15,841	
1343 Ashton Road		Owned	BWI Airport	MD	1989		9,962	
2711 Phoenix Road (211 NBP)	72	JV	BWI Airport	MD	1707	M	,,, 02	150,000
1304 Concourse Drive		Owned	BWI Airport	MD		M		100,000
Subtotal (continued on next page)							2.947.008	306,750

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Subtotal (continued from prior page)					2,947,008	306,750
1615 and 1629 Thames Street	43 Owned	Baltimore City	MD	1989		
9690 Deereco Road	44 Owned	North Baltimore Co.	MD	1988	M 133,737	
375 West Padonia Road	45 Owned	North Baltimore Co.	MD	1986	M 100,804	
7200 Riverwood Drive	46 Owned	Howard Co. Perimeter	MD	1986	S 160,000	
9140 Route 108	47 Owned	Howard Co. Perimeter	MD	1974/1985	S 150,000	
6940 Columbia Gateway Drive	48 Owned	Howard Co. Perimeter	MD	1999	M 108,737	
6950 Columbia Gateway Drive	49 Owned	Howard Co. Perimeter	MD	1998	M 107,778	
7067 Columbia Gateway Drive	50 Owned	Howard Co. Perimeter	MD	2001	M 82,032	
6750 Alexander Bell Drive	51 Owned	Howard Co. Perimeter	MD	2001	M 78,460	
6700 Alexander Bell Drive	52 Owned	Howard Co. Perimeter	MD	1988	M 75,635	
6740 Alexander Bell Drive	53 Owned	Howard Co. Perimeter	MD	1992	M 61,957	
8815 Centre Park Drive	54 Owned	Howard Co. Perimeter	MD	1987	M 53,782	
6716 Alexander Bell Drive	55 Owned	Howard Co. Perimeter	MD	1990	M 52,002	
Montpelier Research Phase I	56 JV	Howard Co. Perimeter	MD	2001	S 43,785	
7065 Columbia Gateway Drive	57 Owned	Howard Co. Perimeter	MD	2000	S 38,560	
6760 Alexander Bell Drive	58 Owned	Howard Co. Perimeter	MD	1991	M 37,248	
7063 Columbia Gateway Drive	59 Owned	Howard Co. Perimeter	MD	2000	S 36,936	
6708 Alexander Bell Drive	60 Owned	Howard Co. Perimeter	MD	1988	M 35,040	
7061 Columbia Gateway Drive	61 Owned	Howard Co. Perimeter	MD	2000	M 29,604	
Robert Fulton Drive—Phase I	JV	Howard Co. Perimeter	MD		M	115,850
6731 Columbia Gateway Drive	Owned	Howard Co. Perimeter	MD		M	122,889
6724 Alexander Bell Drive	Owned	Howard Co. Perimeter	MD		M	30,855
14502 Greenview Drive	62 Owned	Laurel	MD	1988	M 71,873	
14504 Greenview Drive	63 Owned	Laurel	MD	1985	M 69,194	
4260 Forbes Boulevard	JV	Lanham	MD		S	54,692
6009—6011 Oxon Hill Road	64 Owned	Southern Prince George's County	MD	1990	M 181,768	

Total Baltimore / Washington Corridor:					4,759,623	631,036
Greater Philadelphia						
753 Jolly Road	1 Owned	Blue Bell	PA	1960/1992-94 N	f 419,472	
785 Jolly Road	2 Owned	Blue Bell	PA	1970/1996 N	1 219,065	
760 Jolly Road	3 Owned	Blue Bell	PA	1974/1994 N	1 208,854	
751 Jolly Road	4 Owned	Blue Bell	PA	1966/1991 N	112,958	
Total Greater Philadelphia:					960,349	
			16			

Greater Harrisburg						
2605 Interstate Drive	1 Owned	East Shore	PA	1990 M	84,404	
6345 Flank Drive	2 Owned	East Shore	PA	1989 S	69,443	
6340 Flank Drive	3 Owned	East Shore	PA	1988 S	68,200	
2601 Market Place	4 Owned	East Shore	PA	1989 M	67,743	
6400 Flank Drive	5 Owned	East Shore	PA	1992 S	52,439	
6360 Flank Drive	6 Owned	East Shore	PA	1988 S	46,500	
6385 Flank Drive	7 Owned	East Shore	PA	1995 S	32,800	
6380 Flank Drive	8 Owned	East Shore	PA	1991 S	32,000	
6405 Flank Drive	9 Owned	East Shore	PA	1991 S	32,000	
95 Shannon Road	10 Owned	East Shore	PA	1999 S	21,976	
75 Shannon Road	11 Owned	East Shore	PA	1999 S	20,887	
6375 Flank Drive	12 Owned	East Shore	PA	2000 S	19,783	
85 Shannon Road	13 Owned	East Shore	PA	1999 S	12,863	
5035 Ritter Road	14 Owned	West Shore	PA	1988 S	56,556	
5070 Ritter Road—Building A	15 Owned	West Shore	PA	1989 S	32,309	
5070 Ritter Road—Building B	16 Owned	West Shore	PA	1989 S	28,000	
Total Greater Harrisburg:					677,903	_
Northern/Central New Jersey						
431 Ridge Road	1 Owned	Exit 8A—Cranbury	NJ	1958/1998 S	170,000	
429 Ridge Road	2 Owned	Exit 8A—Cranbury	NJ	1966/1996 M	142,385	
68 Culver Road	3 Owned	Exit 8A—Cranbury	NJ	2000 M	57,280	
104 Interchange Plaza	4 Owned	Exit 8A—Cranbury	NJ	1990 M	47,677	
101 Interchange Plaza	5 Owned	Exit 8A—Cranbury	NJ	1985 M	43,621	
47 Commerce	6 Owned	Exit 8A—Cranbury	NJ	1992/1998 S	41,398	
437 Ridge Road	7 Owned	Exit 8A—Cranbury	NJ	1962/1996 S	30,000	
7 Centre Drive	8 Owned	Exit 8A—Cranbury	NJ	1989 S	19,466	
8 Centre Drive	9 Owned	Exit 8A—Cranbury	NJ	1986 S	16,199	
2 Centre Drive	10 Owned	Exit 8A—Cranbury	NJ	1989 S	16,132	
4301 Route 1	11 Owned	Monmouth Junction	NJ	1986 M	61,300	
695 Route 46	12 Owned	Wayne	NJ	1990 M	157,394	
710 Route 46	13 Owned	Wayne	NJ	1985 M	102,002	_
Total Northern / Central New Jersey:					904,854	_
TOTAL OFFICE PROPERTIES	97				7,302,729	631,036
Retail Properties						
114 National Business Parkway	Owned	BWI Airport	MD	S		10,000
TOTAL RETAIL PROPERTIES					_	10,000
TOT 14 DODGES 10						
TOTAL PORTFOLIO	97				7,302,729	641,036

# Property Occupancy Rates by Region by Quarter

## Office

	Greater Philadelphia	Baltimore / Washington Corridor	Northern / Central New Jersey	Greater Harrisburg	Total Office	Retail	Total Portfolio
September 30, 2001							
Number of Buildings	4	64	13	16	97	_	97
Rentable Square Feet	960,349	4,759,623	904,854	677,903	7,302,729	_	7,302,729
Percent Occupied	100.00%	98.33%	95.65%	87.19%	97.18%	0%	97.18%
June 30, 2001							
Number of Buildings	4	58	13	16	91	_	91
Rentable Square Feet	960,349	4,413,104	904,854	677,903	6,956,210	_	6,956,210
Percent Occupied	100.00%	97.96%	94.19%	89.41%	96.92%	0%	96.92%
March 31, 2001							
Number of Buildings	4	55	14	16	89	_	89
Rentable Square Feet	960,349	4,258,610	970,048	677,458	6,866,465	_	6,866,465

Percent Occupied	100.00%	97.76%	94.03%	91.75%	96.95%	0%	96.95%
December 31, 2000							
Number of Buildings	4	49	14	16	83	_	83
	7					_	
Rentable Square Feet	960,349	3,864,766	970,048	677,468	6,472,631	_	6,472,631
Percent Occupied	100.00%	97.84%	93.07%	93.86%	97.03%	0%	97.03%
September 30, 2000							
Number of Buildings	4	47	15	15	81	1	82
Rentable Square Feet	960,349	3,594,058	990,385	657,685	6,202,477	149,191	6,351,668
Percent Occupied	100.00%	97.79%	96.08%	92.82%	97.33%	97.04%	97.33%

#### Top Twenty Office Tenants as of September 30, 2001

#### (Dollars and Square Feet in thousands)

	Square Feet	Square Feet	Rental Revenue(1)	Rental Revenue	Remaining Lease Term(2)
20	965	13.6%	\$ 17,265	14.0%	4.4
6	415	5.8%	8,487	6.9%	7.0
3	741	10.4%	7,444	6.1%	7.8
5	298	4.2%	3,816	3.1%	3.7
2	151	2.1%	3,278	2.7%	2.3
3	128	1.8%	2,542	2.1%	2.2
4					4.8
2					8.8
3					4.7
1					7.8
2					5.7
9					2.2
1					6.3
1					9.6
2					4.3
1					7.2
1					2.7
1					8.8
1					1.5
3	65	0.9%	1,191	1.0%	1.7
71	4,187	59.0%	67,583	54.9%	5.3
366	2,910	41.0%	55,413	45.1%	3.2
437	7,097	100.0%	\$ 122,996	100.0%	4.4
	6 3 5 2 3 4 2 3 1 2 9 1 1 2 1 1 3 71 366	6 415 3 741 5 298 2 151 3 128 4 124 2 102 3 157 1 219 2 88 9 154 1 150 1 91 2 61 1 71 1 84 1 63 1 60 3 65	6     415     5.8%       3     741     10.4%       5     298     4.2%       2     151     2.1%       3     128     1.8%       4     124     1.7%       2     102     1.4%       3     157     2.2%       1     219     3.1%       2     88     1.2%       9     154     2.2%       1     150     2.1%       1     91     1.3%       2     61     0.9%       1     71     1.0%       1     84     1.2%       1     63     0.9%       1     60     0.8%       3     65     0.9%       71     4,187     59.0%       366     2,910     41.0%	6     415     5.8%     8,487       3     741     10.4%     7,444       5     298     4.2%     3,816       2     151     2.1%     3,278       3     128     1.8%     2,542       4     124     1.7%     2,432       2     102     1.4%     2,370       3     157     2.2%     2,337       1     219     3.1%     2,237       2     88     1.2%     2,140       9     154     2.2%     1,905       1     150     2.1%     1,870       1     91     1.3%     1,533       2     61     0.9%     1,403       1     71     1.0%     1,381       1     84     1.2%     1,327       1     63     0.9%     1,318       1     60     0.8%     1,307       3     65     0.9%     1,191       71     4,187     59.0%     67,583       366     2,910     41.0%     55,413	6       415       5.8%       8,487       6.9%         3       741       10.4%       7,444       6.1%         5       298       4.2%       3,816       3.1%         2       151       2.1%       3,278       2.7%         3       128       1.8%       2,542       2.1%         4       124       1.7%       2,432       2.0%         2       102       1.4%       2,370       1.9%         3       157       2.2%       2,337       1.9%         1       219       3.1%       2,237       1.8%         2       88       1.2%       2,140       1.7%         9       154       2.2%       1,905       1.5%         1       150       2.1%       1,870       1.5%         1       91       1.3%       1,533       12%         2       61       0.9%       1,403       1.1%         1       71       1.0%       1,381       1.1%         1       63       0.9%       1,318       1.1%         1       63       0.9%       1,318       1.1%         1       60       0.8%

<sup>(1)</sup>Total Rental Revenue is the monthly contractual base rent as of September 30, 2001 multiplied by 12 plus the estimated annualized expense reimbursements under existing office leases.

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## Total Rental Revenue by Geographic Region by Quarter(1)

#### (Dollars in thousands)

	2001						2000			
	September 30		June 30		March 31		December 31		September 30	
Office Properties:										
Greater Philadelphia	\$ 2,500	5 \$	2,506	\$	2,506	\$	2,506	\$	2,506	
Baltimore/Washington Corridor	22,558	3	18,654		18,573		17,224		17,197	
Northern/Central New Jersey	4,75	7	4,998		4,922		5,311		5,326	

<sup>(2)</sup> The weighting of the lease term was computed using Total Rental Revenue.

<sup>(3)</sup>Many of our government leases are subject to early termination provisions which are customary to government leases. The weighted average remaining lease term was computed assuming no exercise of such early termination rights.

 $<sup>\</sup>label{eq:continuous} \mbox{Includes affiliated organizations or agencies.}$ 

<sup>(5)</sup>AT&T Local Services subleases 173,072 square feet under 2 leases which expire March 30, 2002. Effective April 1, 2002, this same 173,072 square feet will become directly leased by AT&T Local Services with expiration dates ranging from 2006 through 2009. The above weighted average lease term reflects the expiration date of these direct leases.

Merck & Co., Inc. subleases 219,065 rentable square feet from Unisys' 960,349 leased rentable square feet.

Greater Harrisburg	2,17	74	2,483	2,789	2,271	l	2,228
Total Office Properties	31,99	- 05 -	28,641	28,790	27,312	· -	27,257
Retail Properties:							
Total Retail Properties		_			72	<u>2</u> 	261
Total Regional Rental Revenue	\$ 31,99	)5	\$ 28,641	\$ 28,790	\$ 27,384	1 9	\$ 27,518
						4 7	

<sup>(1)</sup> Rental revenue represents GAAP revenue including operating expense reimbursements, straight line rent adjustments and tenant services income.

## Net Operating Income by Geographic Region by Quarter

## (Dollars in thousands)

		2001					2000			
	Sep	September 30		June 30		March 31		December 31		September 30
Office Properties:										
Greater Philadelphia Baltimore/Washington Corridor Northern/Central New Jersey Greater Harrisburg  Total Office Properties	\$	2,476 15,539 2,819 1,506 22,340	\$	2,469 12,704 3,173 1,736 20,082	\$	2,486 12,614 3,028 2,195 20,323	\$	2,481 11,571 3,418 1,718	\$	2,482 11,664 3,458 1,683
Retail Properties:										
Total Retail Properties			_				_	55	_	179
Total Regional NOI	\$	22,340	\$	20,082	\$	20,323	\$	19,243	\$	19,466
Other income/expenses, net		54		71		62		226		140
Total NOI	\$	22,394	\$	20,153	\$	20,385	\$	19,469	\$	19,606
					_				-	
				20						

## Same Office Property Cash Net Operating Income by Quarter(1)

## (Dollars in thousands)

	2001						2000			
	Sej	otember 30		June 30		March 31		December 31		September 30
Office Properties:(2)										
Greater Philadelphia	\$	2,408	\$	2,364	\$	2,363	\$	2,363	\$	2,361
Baltimore/Washington Corridor		11,477		11,122		11,215		11,100		10,302
Northern/Central New Jersey		2,779		2,845		2,665		2,889		2,849
Greater Harrisburg		1,446		1,668		1,682		1,651		1,654
<b>Total Office Properties</b>	\$	18,110	<b>\$</b>	17,999	<b>\$</b>	17,925	\$	18,003	<b>\$</b>	17,166

## Same Office Property GAAP Net Operating Income by Quarter(1)

#### (Dollars in thousands)

	2001		2000				
September 30	June 30	March 31	December 31	September 30			

## Office Properties:(2)

Greater Philadelphia	\$ 2,495	\$	2,497	\$	2,497	\$	2,497	\$ 2,495
Baltimore/Washington Corridor	11,560		11,348		11,501		11,470	11,741
Northern/Central New Jersey	2,854		2,939		2,756		3,059	2,920
Greater Harrisburg	1,454		1,696		1,714		1,688	1,691
		_		_		_		
<b>Total Office Properties</b>	\$ 18,363	\$	18,480	\$	18,468	\$	18,714	\$ 18,847

<sup>(1)</sup>Net operating income for same office properties has been presented on a GAAP basis and a modified cash basis which removes the effect of straight-line rents from the GAAP net operating income.

(2) Same office properties include buildings owned for a minimum of five reporting quarters.

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#### Office Lease Expiration Analysis by Year

Year of Lease Expiration(1)	Number of Leases Expiring	Square Footage of Leases Expiring	Percentage of Total Occupied Square Feet	Total Rental Revenue of Expiring Leases(2)	Percentage of Total Rental Revenue Expiring	Total Rental Revenue of Expiring Leases per Occupied Square Foot
				(,,,,,		
2001	34	354,593	5.0% \$	5,635	4.6% \$	15.89
2002	89	977,541	13.8%	17,093	13.9%	17.49
2003	91	779,614	11.0%	14,699	12.0%	18.85
2004	63	710,704	10.0%	13,607	11.1%	19.15
2005	65	731,830	10.3%	14,295	11.6%	19.53
2006	47	571,308	8.1%	10,684	8.7%	18.70
2007	11	398,239	5.6%	6,377	5.2%	16.01
2008	11	767,559	10.8%	14,238	11.6%	18.55
2009	13	1,222,057	17.2%	14,736	12.0%	12.06
2010	11	465,859	6.6%	9,476	7.7%	20.34
2011	2	117,585	1.7%	2,156	1.8%	18.34
Total/Weighted Average	437	7,096,889	100.0% \$	122,996	100.0% \$	17.73

NOTE: As of September 30, 2001, the weighted average lease term is 4.4 years.

- (1)
  Many of our government leases are subject to certain early termination provisions which are customary to government leases. The year of lease expiration was computed assuming no exercise of such early termination rights.
- (2)
  Total Rental Revenue is the monthly contractual base rent as of September 30, 2001 multiplied by 12 plus the estimated annualized expense reimbursements under existing office leases.

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## Year to Date Office Renewal Analysis

	Greater Philadelphia	Baltimore/ Washington Corridor	Northern/ Central New Jersey	Greater Harrisburg	Total Office
For Nine Months Ended September 30, 2001:					
Expiring Square Feet	_	437,669	31,965	147,268	616,902
Vacated Square Feet	_	140,167	6,050	33,026	179,243
Renewed Square Feet	_	297,502	25,915	114,242	437,659
Retention Rate (% based upon square feet)	0.00%	67.97%	81.07%	77.57%	70.94%
Renewal & Retenanted Space: Increase in Base Rent—Straight-line	0.00%	20.71%	34.51%	6.48%	19.56%
Increase in Total Rent—Straight-line	0.00%	17.12%	28.20%	5.45%	16.00%
Increase in Base Rent—Cash Increase in Total Rent—Cash	0.00% 0.00%	14.84% 11.85%	30.38% 24.51%	2.97% 2.54%	14.19% 11.25%

Average Capital Cost per Square Foot	\$	<b>—</b> \$	5.81 \$	12.24 \$	1.94 \$	5.49
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# **Quarterly Office Renewal Analysis**

		Baltimore/ Vashington Corridor	Northern/ Central New Jersey	Greater Harrisburg	Total Office
Quarter Ended September 30, 2001:					
Expiring Square Feet	_	182,914	7,777	97,943	288,634
Vacated Square Feet	_	122,030	_	_	122,030
Renewed Square Feet	_	60,884	7,777	97,943	166,604
Retention Rate (% based upon square feet)	0.00%	33.29%	100.00%	100.00%	57.72%
Renewal & Retenanted Space:					
Increase in Base Rent—Straight-line	0.00%	13.01%	25.29%	8.18%	11.93%
Increase in Total Rent—Straight-line	0.00%	10.17%	15.05%	6.47%	9.07%
Increase in Base Rent—Cash	0.00%	8.22%	18.70%	5.90%	7.87%
Increase in Total Rent—Cash	0.00%	5.76%	9.46%	4.64%	5.51%
Average Capital Cost per Square Foot	\$ — \$	7.34 \$	5.67 \$	0.95 \$	4.40
Quarter Ended June 30, 2001:					
Expiring Square Feet	_	174,078	22,678	45,325	242,081
Vacated Square Feet	_	16,922	6,050	33,026	55,998
Renewed Square Feet	_	157,156	16,628	12,299	186,083
Retention Rate (% based upon square feet)	0.00%	90.28%	73.32%	27.14%	76.87%
Renewal & Retenanted Space:					
Increase in Base Rent—Straight-line	0.00%	24.86%	38.02%	13.69%	26.15%
Increase in Total Rent—Straight-line	0.00%	19.76%	32.98%	10.21%	21.02%
Increase in Base Rent—Cash	0.00%	19.81%	34.23%	4.57%	21.00%
Increase in Total Rent—Cash	0.00%	15.52%	29.50%	2.37%	16.63%
Average Capital Cost per Square Foot	\$ - \$	3.87 \$	14.05 \$	6.50 \$	5.58
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## **Quarterly Office Renewal Analysis (continued)**

	Greater iladelphia	Baltimore/ Washington Corridor	Northern/ Central New Jersey	Greater Harrisburg	Total Office
Quarter Ended March 31, 2001:					
Expiring Square Feet	_	80,677	1,510	4,000	86,187
Vacated Square Feet	_	1,215	_	_	1,215
Renewed Square Feet	_	79,462	1,510	4,000	84,972
Retention Rate (% based upon square feet)	0.00%	98.49%	100.00%	100.00%	98.59%
Renewal & Retenanted Space:					
Increase in Base Rent—Straight-line	0.00%	23.01%	2.78%	-28.63%	20.44%
Increase in Total Rent—Straight-line	0.00%	20.31%	2.03%	-18.63%	18.20%
Increase in Base Rent—Cash	0.00%	15.15%	2.78%	-30.74%	12.95%
Increase in Total Rent—Cash	0.00%	12.84%	2.03%	-20.55%	11.12%
Average Capital Cost per Square Foot	\$ - \$	7.20 \$	0.42 \$	1.70 \$	6.88
Quarter Ended December 31, 2000:					
Expiring Square Feet	_	75,372	3,174	6,623	85,169
Vacated Square Feet	_	29,132	_	_	29,132
Renewed Square Feet	_	46,240	3,174	6,623	56,037
Retention Rate (% based upon square feet)	0.00%	61.35%	100.00%	100.00%	65.80%
Renewal & Retenanted Space:					
Increase in Base Rent—Straight-line	0.00%	24.55%	21.47%	-17.49%	17.74%

Increase in Total Rent—Straight-line		0.00%	15.08%	11.19%	-9.98%	10.57%
Increase in Base Rent—Cash		0.00%	18.45%	20.00%	-18.85%	13.19%
Increase in Total Rent—Cash		0.00%	9.73%	10.01%	-11.15%	6.66%
Average Capital Cost per Square Foot	S	<b>—</b> \$	10.27 \$	17.92 \$	1.10 \$	9.72
<b>3</b>						
Quarter Ended September 30, 2000:						
Expiring Square Feet		_	186,061	116,771	6,757	309,589
Vacated Square Feet		_	50,043	40,094	6,757	96,894
Renewed Square Feet		_	136,018	76,677	_	212,695
Retention Rate (% based upon square feet)		0.00%	73.10%	65.66%	0.00%	68.70%
Renewal & Retenanted Space:						
Increase in Base Rent—Straight-line		0.00%	6.31%	32.53%	0.00%	14.75%
Increase in Total Rent—Straight-line		0.00%	4.24%	20.06%	0.00%	9.74%
·						
Increase in Base Rent—Cash		0.00%	3.45%	13.01%	0.00%	6.52%
Increase in Total Rent—Cash		0.00%	1.44%	2.97%	0.00%	1.97%
Average Capital Cost per Square Foot	\$	— <b>\$</b>	5.32 \$	27.35 \$	— <b>\$</b>	12.57
Average Capital Cost per Square 1000	3	ş	J.J2 \$	21.33 \$	— ş	12.37

## Acquisition Summary as of September 30, 2001

#### (Dollars in Thousands)

Wholly Owned Portfolio	Submarket	Acquisition Date	Square Feet	Occupied Sq. Ft. at Acquisition	Occupancy Percentage at Acquisition	September 30, 2001 Occupancy Percentage	Investment(1)
6700 Alexander Bell Drive(2)	Howard County Perimeter	5/14/2001	75,635	75,635	100.0%	100.0%\$	8,774
6708 Alexander Bell Drive(2)	Howard County Perimeter	5/14/2001	35,040	35,040	100.0%	100.0%	4,485
920 Elkridge Landing Road(3)	BWI Airport	7/2/2001	96,566	96,566	100.0%	100.0%	11,010
938 Elkridge Landing Road(3)	BWI Airport	7/2/2001	52,988	52,988	100.0%	100.0%	5,987
940 Elkridge Landing Road(3)	BWI Airport	7/2/2001	51,704	51,704	100.0%	100.0%	4,925
891 Elkridge Landing Road(3)	BWI Airport	7/2/2001	56,489	56,489	100.0%	86.3%	6,177
901 Elkridge Landing Road(3)	BWI Airport	7/2/2001	56,847	50,155	88.2%	86.0%	5,738
870-880 Elkridge Landing Road	BWI Airport	8/3/2001	97,161	97,161	100.0%	100.0%	11,465
7061 Columbia Gateway Drive	Howard County Perimeter	8/30/2001	29,604	29,604	100.0%	100.0%	4,130
7063 Columbia Gateway Drive	Howard County Perimeter	8/30/2001	36,936	36,936	100.0%	100.0%	5,171
7065 Columbia Gateway Drive	Howard County Perimeter	8/30/2001	38,560	38,560	100.0%	100.0%	5,398
7067 Columbia Gateway Drive	Howard County Perimeter	8/30/2001	82,032	82,032	100.0%	100.0%	9,128
Total			709,562	702,870	99.1%	97.8%\$	82,388

<sup>(1)</sup>Initial investment recorded by property as of September 30, 2001 for asset purchase.

NOTE: COPT classifies its acquisitions by type—entity, portfolio or individual acquisitions. Entity acquisitions are defined as mergers of significant portfolios of \$100 + million with strong management organizations and a regional presence.

<sup>(2)</sup> In conjunction with these operating properties, we also purchased a 30,855 square foot property to be redeveloped.

<sup>(3)</sup> We held a 40% ownership interest in these office properties through a joint venture agreement from March 21, 2001 through July 1, 2001. Effective July 2, 2001, we acquired the remaining 60% ownership for \$6.9 million.

Individual Property	Submarket	Disposition Date	Square Feet	Gross Sales Proceeds		Debt Assumption or Repayment		Cash Proceeds After Debt Repayment	
19 Commerce	Cranbury, NJ	6/18/2001	65,277	\$	11,525	\$	7,000	\$	4,525

#### Development Summary as of September 30, 2001

#### (Dollars in Thousands except per square foot data)

Property and Location	Submarket	Owned or Joint Venture (JV)	Rentable Square Feet	Percentage Pre-Leased or Committed	Anticipated Cost per Rentable Square Foot	Anticipated Cost	Cost to date	Anticipated Stabilization/ Delivery
Under Construction								
2701 Phoenix Road (201 NBP) (1) Annapolis Junction, MD	BWI Airport	JV	56,750	52.41%\$	155 \$	8,807	\$ 8,329	January 2002
114 National Business Parkway Annapolis Junction, MD	BWI Airport	Owned	10,000	100.00%	164	1,644	1,050	February 2002
6724 Alexander Bell Drive(2) Columbia, Maryland	Howard County Perimeter	Owned	30,855	0.00%	157	4,835	2,586	March 2002
4260 Forbes Boulevard—Phase I(3) Laurel, Maryland	Lanham	JV	54,692	43.08%	101	5,505	4,882	April 2002
Robert Fulton Drive—Phase IA(4) Columbia, Maryland	Howard County Perimeter	JV	115,850	0.00%	116	13,406	7,966	June 2002
2711 Phoenix Road (211 NBP) (5) Annapolis Junction, MD	BWI Airport	JV	150,000	100.00%	174	26,135	14,577	June 2002
6731 Columbia Gateway Drive(6) Columbia, Maryland	Howard County Perimeter	Owned	122,889	0.00%	176	21,613	16,818	September 2002
1304 Concourse Drive(7) Linthicum, MD	BWI Airport	Owned	100,000	0.00%	166	16,572	12,001	September 2002
TOTAL / AVERAGE			641,036	33.27%\$	154 \$	98,517	\$ 68,209	

(1)
On September 29, 2000, we contributed this development asset into a joint venture. The joint venture obtained a \$13,725 construction loan in October 2000 and \$9,587 is outstanding as of September 30, 2001. The 56,750 square feet reflected above represents the remaining development portion as 61,250 square feet was delivered and placed into service in September 2001.

(2) We purchased this property in May 2001 and are redeveloping.

(3) We participate in the development of this asset through a joint venture arrangement. The joint venture has obtained a \$9,026 construction loan (to fund Phase I and II) and has borrowed \$3,726 as of September 30, 2001.

(4) We participate in the development of this asset through a joint venture arrangement. The joint venture has obtained a \$14,000 construction loan (to fund Phase IA and Phase IB) and has borrowed \$4,611 as of September 30, 2001.

On December 15, 2000, we contributed this development asset into a joint venture. The joint venture has obtained a \$20,550 construction loan and \$5,945 is outstanding as of September 30, 2001.

(6) We obtained a \$15,750 construction loan and \$8,952 is outstanding as of September 30, 2001.

We obtained an \$11,855 construction loan and \$6,900 is outstanding as of September 30, 2001.

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