UNITED STATES
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 3, 2007 (May 2, 2007)**

CORPORATE OFFICE PROPERTIES TRUST
(Exact name of registrant as specified in its charter)

Maryland	**1-14023**	**23-2947217**
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification Number)

6711 Columbia Gateway Drive, Suite 300
Columbia, Maryland 21046
(Address of principal executive offices)

(443) 285-5400
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

☐ 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))

Item 2.02. Results of Operations and Financial Condition

On May 2, 2007, the Registrant issued a press release relating to its financial results for the quarter ended March 31, 2007. A copy of the press release is included as Exhibit 99.1 to this report and is incorporated herein by reference.

The information included herein, including the exhibits, shall not be deemed "filed" for any purpose, including the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or subject to liabilities of that Section. The information included herein, including the exhibits, shall also not be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended (the "Securities Act"), or the Exchange Act regardless of any general incorporation language in such filing.

The Registrant uses non-GAAP financial measures in earnings press releases and information furnished to the Securities and Exchange Commission. The Registrant believes that these measures are helpful to investors in measuring its performance and comparing such performance to other real estate investment trusts ("REITs"). Descriptions of these measures are set forth below.

Funds from operations ("FFO")
FFO is defined as net income computed using GAAP, excluding gains (or losses) from sales of real estate, plus real estate-related depreciation and amortization and after adjustments for unconsolidated partnerships and joint ventures. Gains from sales of newly-developed properties less accumulated depreciation, if any, required under GAAP are included in FFO on the basis that development services are the primary revenue generating activity; the Registrant believes that inclusion of these development gains is in accordance with the National Association of Real Estate Investment Trusts' ("NAREIT") definition of FFO, although others may interpret the definition differently.

Accounting for real estate assets using historical cost accounting under GAAP assumes that the value of real estate assets diminishes predictably over time. NAREIT stated in its April 2002 White Paper on Funds from Operations that "since real estate asset values have historically risen or fallen with market conditions, many industry investors have considered presentations of operating results for real estate companies that use historical cost accounting to be insufficient by themselves." As a result, the concept of FFO was created by NAREIT for the REIT industry to "address this problem." The Registrant agrees with the concept of FFO and believes that FFO is useful to investors as a supplemental measure of operating performance because, by excluding gains and losses related to sales of previously depreciated operating real estate properties and excluding real estate-related depreciation and amortization, FFO can help one compare the Registrant's operating performance between periods. In addition, since most equity REITs provide FFO information to the investment community, the Registrant believes that FFO is useful to investors as a supplemental measure for comparing its results to those of other equity REITs. The Registrant believes that net income is the most directly comparable GAAP measure to FFO.

Since FFO excludes certain items includable in net income, reliance on the measure has limitations; management compensates for these limitations by using the measure simply as a supplemental measure that is weighed in the balance with other GAAP and non-GAAP measures. FFO is not necessarily an indication of the Registrant's cash flow available to fund cash needs. Additionally, it should not be used as an alternative to net income when evaluating the Registrant's financial performance or to cash flow from operating, investing and financing activities when evaluating the Registrant's liquidity or ability to make cash distributions or pay debt service. The FFO presented by

the Registrant may not be comparable to the FFO presented by other REITs since they may interpret the current NAREIT definition of FFO differently or they may not use the current NAREIT definition of FFO.

Funds from operations-Basic ("Basic FFO")
Basic FFO is FFO adjusted to (1) subtract preferred share dividends and (2) add back GAAP net income allocated to common units in Corporate Office Properties, L.P. (the "Operating Partnership") not owned by the Registrant. With these adjustments, Basic FFO represents FFO available to common shareholders and common unitholders. Common units in the Operating Partnership are substantially similar to common shares of beneficial interest in the Registrant ("common shares"); common units in the Operating Partnership are also exchangeable into common shares, subject to certain conditions. The Registrant believes that Basic FFO is useful to investors due to the close correlation of common units to common shares. The Registrant believes that net income is the most directly comparable GAAP measure to Basic FFO. Basic FFO has essentially the same limitations as FFO; management compensates for these limitations in essentially the same manner as described above for FFO.

Diluted funds from operations or funds from operations-diluted ("Diluted FFO")
Diluted FFO is Basic FFO adjusted to add back any changes in Basic FFO that would result from the assumed conversion of securities that are convertible or exchangeable into common shares. However, the computation of Diluted FFO does not assume conversion of securities other than common units in the Operating Partnership that are convertible into common shares if the conversion of those securities would increase Diluted FFO per share in a given period. The Registrant believes that Diluted FFO is useful to investors because it is the numerator used to compute Diluted FFO per share, discussed below. In addition, since most equity REITs provide Diluted FFO information to the investment community, the Registrant believes that Diluted FFO is a useful supplemental measure for comparing the Registrant to other equity REITs. The Registrant believes that the numerator for diluted EPS is the most directly comparable GAAP measure to Diluted FFO. Since Diluted FFO excludes certain items includable in the numerator to diluted EPS, reliance on the measure has limitations; management compensates for these limitations by using the measure simply as a supplemental measure that is weighed in the balance with other GAAP and non-GAAP measures. Diluted FFO is not necessarily an indication of the Registrant's cash flow available to fund cash needs. Additionally, it should not be used as an alternative to net income when evaluating the Registrant's financial performance or to cash flow from operating, investing and financing activities when evaluating the Registrant's liquidity or ability to make cash distributions or pay debt service. The Diluted FFO presented by the Registrant may not be comparable to the Diluted FFO presented by other REITs.

FFO per diluted share or diluted FFO per common share ("Diluted FFO per share")
Diluted FFO per share is (1) Diluted FFO divided by (2) the sum of the (a) weighted average common shares outstanding during a period, (b) weighted average common units outstanding during a period and (c) weighted average number of potential additional common shares that would have been outstanding during a period if other securities that are convertible or exchangeable into common shares were converted or exchanged. However, the computation of Diluted FFO per share does not assume conversion of securities other than common units in the Operating Partnership that are convertible into common shares if the conversion of those securities would increase Diluted FFO per share in a given period. The Registrant believes that Diluted FFO per share is useful to investors because it provides investors with a further context for evaluating the Registrant's FFO results in the same manner that investors use earnings per share ("EPS") in evaluating net income available to common shareholders. In addition, since most equity REITs provide Diluted FFO per share information to the investment community, the Registrant

believes that Diluted FFO per share is a useful supplemental measure for comparing the Registrant to other equity REITs. The Registrant believes that diluted EPS is the most directly comparable GAAP measure to Diluted FFO per share. Diluted FFO per share has most of the same limitations as Diluted FFO (described above); management compensates for these limitations in essentially the same manner as described above for Diluted FFO.

Adjusted funds from operations-diluted ("Diluted AFFO")
Diluted AFFO is Diluted FFO adjusted for the following: (1) the elimination of the effect of (a) noncash rental revenues (comprised of straight-line rental adjustments, which includes the amortization of recurring tenant incentives, and amortization of deferred market rental revenue, both of which are described under "Cash NOI" below) and (b) accounting charges for original issuance costs associated with redeemed preferred shares; and (2) recurring capital expenditures (defined below). The Registrant believes that Diluted AFFO is an important supplemental measure of liquidity for an equity REIT because it provides management and investors with an indication of its ability to incur and service debt and to fund dividends and other cash needs. In addition, since most equity REITs provide Diluted AFFO information to the investment community, the Registrant believes that Diluted AFFO is a useful supplemental measure for comparing the Registrant to other equity REITs. The Registrant believes that the numerator to diluted EPS is the most directly comparable GAAP measure to Diluted AFFO. Since Diluted AFFO excludes certain items includable in the numerator to diluted EPS, reliance on the measure has limitations; management compensates for these limitations by using the measure simply as a supplemental measure that is weighed in the balance with other GAAP and non-GAAP measures. In addition, see the discussion below regarding the limitations of recurring capital expenditures, which is used to derive Diluted AFFO. Diluted AFFO is not necessarily an indication of the Registrant's cash flow available to fund cash needs. Additionally, it should not be used as an alternative to net income when evaluating the Registrant's financial performance or to cash flow from operating, investing and financing activities when evaluating the Registrant's liquidity or ability to make cash distributions or pay debt service. The Diluted AFFO presented by the Registrant may not be comparable to similar measures presented by other equity REITs.

Recurring capital expenditures
Recurring capital expenditures are defined as capital improvements, tenant improvements and incentives and leasing costs associated with operating properties that are not (1) items contemplated prior to the acquisition of a property, (2) improvements associated with the expansion of a building or its improvements, (3) renovations to a building which change the underlying classification of the building (for example, from industrial to office or Class C office to Class B office) or (4) capital improvements that represent the addition of something new to the property rather than the replacement of something (for example, the addition of a new heating and air conditioning unit that is not replacing one that was previously there). The Registrant believes that recurring capital expenditures is an important measure of performance for a REIT because it provides a measure of the capital expenditures that the Registrant can expect to incur on an ongoing basis, which is significant to how the Registrant manages its business since these expenditures are funded using cash flow from operations. As a result, the measure provides a further indication of the cash flow from operations that is available to fund other uses. The Registrant believes that tenant improvements and incentives, capital improvements and leasing costs associated with operating properties are the most directly comparable GAAP measures. Recurring capital expenditures do not reflect all capital expenditures incurred by the Registrant for the periods reported; the Registrant compensates for this limitation by also using the comparable GAAP measure. The recurring capital expenditures presented by the Registrant may not be comparable to the recurring capital expenditures presented by other REITs.

Net operating income ("NOI")

NOI is total revenue from real estate operations, including rental revenue and tenant recoveries and other revenue, reduced by total property expenses associated with real estate operations, including discontinued operations; total property expenses, as used in this definition, do not include depreciation, amortization or interest expense associated with real estate operations. The Registrant believes that NOI is an important supplemental measure of operating performance for a REIT's operating real estate because it provides a measure of the core real estate operations, rather than factoring in depreciation and amortization or corporate financing and general and administrative expenses; this measure is particularly useful in the opinion of the Registrant in evaluating the performance of geographic segments, same-office property groupings and individual properties. The Registrant believes that net income is the most directly comparable GAAP measure to NOI. The measure excludes many items that are includable in net income, including construction contract and other service operations revenues, as well as expenses including those mentioned above; management compensates for this limitation by using the measure simply as a supplemental measure that is weighed in the balance with other GAAP and non-GAAP measures. It should not be used as an alternative to net income when evaluating the Registrant's financial performance or to cash flow from operating, investing and financing activities when evaluating the Registrant's liquidity or ability to make cash distributions or pay debt service. NOI presented by the Registrant may not be comparable to NOI presented by other equity REITs that define the measure differently.

Cash net operating income ("Cash NOI")

Cash NOI is NOI (defined above) adjusted to eliminate the effects of noncash rental revenues (comprised of straight-line rental adjustments, which includes the amortization of recurring tenant incentives, and amortization of deferred market rental revenue). Under GAAP, rental revenue is recognized evenly over the term of tenant leases. Many leases provide for contractual rent increases and the effect of accounting under GAAP for such leases is to accelerate the recognition of lease revenue. Since some leases provide for periods under the lease in which rental concessions are provided to tenants, the effect of accounting under GAAP is to allocate rental revenue to such periods. Also under GAAP, when a property is acquired, in-place operating leases carrying rents above or below market are valued as of the date of the acquisition; such value is then amortized into rental revenue over the lives of the related leases.

The Registrant believes that Cash NOI is an important supplemental measure of operating performance for a REIT's operating real estate because it makes adjustments to NOI for revenue that is not associated with cash to the Registrant. As is the case with NOI, the measure is useful in the opinion of the Registrant in evaluating and comparing the performance of geographic segments, same-office property groupings and individual properties, although, since it adjusts for noncash items, it provides management and investors with a further indication of the Registrant's ability to incur and service debt and to fund dividends and other cash needs. The Registrant believes that net income is the most directly comparable GAAP measure to Cash NOI. The measure excludes many items that are includable in net income; management compensates for this limitation by using the measure simply as a supplemental measure that is weighed in the balance with other GAAP and non-GAAP measures. It should not be used as an alternative to net income when evaluating the Registrant's financial performance or to cash flow from operating, investing and financing activities when evaluating the Registrant's liquidity or ability to make cash distributions or pay debt service. The Cash NOI that the Registrant presents may not be comparable to similar measures presented by other equity REITs.

Earnings Before Interest, Income Taxes, Depreciation and Amortization ("EBITDA")

EBITDA is net income adjusted for the effects of interest expense, depreciation and amortization, income taxes and minority interests. The Registrant believes that EBITDA is an important measure

of performance for a REIT because it provides a further tool to evaluate the Registrant's ability to incur and service debt and to fund dividends and other cash needs that supplements the previously described non-GAAP measures and to compare the Registrant's operating performance with that of other companies. The Registrant believes that net income is the most directly comparable GAAP measure to EBITDA. EBITDA excludes items that are included in net income, including some that require cash outlays; management compensates for this limitation by using the measure simply as a supplemental measure that is weighed in the balance with other GAAP and non-GAAP measures. It should not be used as an alternative to net income when evaluating the Registrant's financial performance or to cash flow from operating, investing and financing activities when evaluating the Registrant's liquidity or ability to make cash distributions or pay debt service. Additionally, EBITDA as reported by the Registrant may not be comparable to EBITDA reported by other equity REITs.

EBITDA Interest Coverage Ratio

This measure divides EBITDA by interest expense on continuing and discontinued operations. The Registrant believes that this ratio is a useful measure in evaluating the relationship of earnings to the total cash flow requirements for interest on loans associated with operating properties and, as such, is an important tool in the Registrant's finance policy management.

EBITDA Fixed Charge Coverage Ratio

This measure divides EBITDA by the sum of (1) interest expense on continuing and discontinued operations, (2) dividends on preferred shares and (3) distributions on preferred units in the Operating Partnership not owned by the Registrant. The Registrant believes that this ratio is a useful measure in evaluating the relationship of earnings to the cash flow requirements of (1) interest expense on loans associated with operating properties and (2) dividends to preferred equity holders and, as such, is an important tool in the Registrant's finance policy management.

Diluted FFO Payout Ratio and Diluted AFFO Payout Ratio

These measures are defined as (1) the sum of (A) dividends on common shares and (B) dividends on restricted common and convertible preferred shares and distributions to holders of interests in the Operating Partnership when such dividends and distributions are included in Diluted FFO and Diluted AFFO, divided by (2) either Diluted FFO or Diluted AFFO. The Registrant believes that these ratios are useful to investors as supplemental measures of its ability to make distributions to investors. In addition, since most equity REITs provide these ratios, the Registrant believes they are useful supplemental measures for comparing the Registrant to other equity REITs. The Registrant believes that Earnings Payout Ratio is the most comparable GAAP measure. Earnings Payout Ratio is defined as dividends on common shares divided by net income available to common shareholders. Since Payout-FFO Diluted and Payout-AFFO Diluted are derived from Diluted FFO and Diluted AFFO, they share the limitations previously discussed for those measures; management compensates for these limitations by using the measures simply as supplemental measures that are weighed in the balance with other GAAP and non-GAAP measures.

Debt to Undepreciated Book Value of Real Estate Assets

This measure is defined as mortgage loans payable divided by net investment in real estate presented on the Registrant's consolidated balance sheet excluding the effect of accumulated depreciation incurred to date on such real estate. The Registrant believes that this measure is useful to management and investors as a supplemental measure of its borrowing levels. In addition, since most equity REITs provide Debt to Undepreciated Book Value of Real Estate Asset information, the Registrant believes that this measure is a useful supplemental measure for comparing the Registrant to other equity REITs. The Registrant believes that the measure of Debt to Total Assets, defined as mortgage loans payable divided by total assets, is the most comparable GAAP measure. Debt to Undepreciated Book Value of Real Estate Assets excludes the effect of accumulated depreciation, other assets and other liabilities; management compensates for these limitations by using the measure simply as a supplemental measure that is weighed with the comparable GAAP measure and other GAAP and non-GAAP measures.

Item 9.01. Financial Statements and Exhibits

(a) Financial Statements of Businesses Acquired

None

(b) Pro Forma Financial Information

None

(c) Shell Company Transactions

None

(d) Exhibits

Exhibit Number	Exhibit Title
99.1	Press release dated May 2, 2007 for Corporate Office Properties Trust.

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: May 3, 2007

CORPORATE OFFICE PROPERTIES TRUST

By: /s/ RANDALL M. GRIFFIN
Name: Randall M. Griffin
Title: President and Chief Executive Officer

By: /s/ STEPHEN E. RIFFEE
Name: Stephen E. Riffee
Title: Executive Vice President and Chief Financial Officer

EXHIBIT INDEX

Exhibit Number	Exhibit Title
99.1	Press release dated May 2, 2007 for Corporate Office Properties Trust.

Exhibit 99.1

COPT

CORPORATE OFFICE PROPERTIES TRUST

6711 Columbia Gateway Drive, Suite 300
Columbia, Maryland 21046
Telephone 443-285-5400
Facsimile 443-285-7650
www.copt.com
NYSE: OFC

NEWS RELEASE

FOR IMMEDIATE RELEASE

Contact:
Mary Ellen Fowler
Vice President and Treasurer
443-285-5450
maryellen.fowler@copt.com

CORPORATE OFFICE PROPERTIES TRUST
REPORTS FIRST QUARTER 2007 RESULTS

COLUMBIA, MD May 2, 2007 - Corporate Office Properties Trust (COPT) (NYSE: OFC) announced today financial and operating results for the quarter ended March 31, 2007.

Highlights

- Earnings per Share ("EPS") diluted of $.03 for the first quarter 2007 compared to $.15 per diluted share for the first quarter 2006, representing an 80% decrease per share. Included in the first quarter 2007 net income is a $7.9 million increase in depreciation and amortization associated with real estate operations, as compared to the first quarter 2006, contributing to the significant decline in EPS. The acquisition of the Nottingham portfolio generated depreciation and amortization of $6.3 million, the primary driver of the $7.9 million increase.

- 4.1% increase in Funds from Operations ("FFO") per diluted share to $.51, or $28.3 million, for first quarter 2007 from $.49, or $24.4 million, for first quarter 2006. First quarter 2007 was adversely impacted by $1.1 million in expenses primarily related to unrecoverable snow removal and electric costs.

- $362.5 million acquisition of the Nottingham portfolio consisting of 56 operating properties with approximately 2.4 million square feet and 187 acres of land, that can accommodate a minimum of 2 million square feet of development.

- 935,000 square feet under construction in 9 buildings that were 71.9% leased at March 31, 2007.

- 1.3 million square feet under development in 11 buildings at March 31, 2007.

- 93.0% occupied and 93.7% leased for our wholly-owned portfolio as of March 31, 2007.

- 60.4% Diluted FFO payout ratio, 77.4% Diluted Adjusted Funds from Operations ("AFFO") payout ratio for the quarter.

- 72.1% of leases expiring during the quarter were renewed, with a 7.4% increase in total straight line rent for renewed and retenanted space.

"We are excited about the growth opportunities for 2007. We have fully integrated the Nottingham acquisition into the Company and are diligently working to increase NOI significantly as we bring occupancy levels up to our projected 94% level over the next two years. We are seeing positive leasing activity which will impact the Company later in the year," stated Randall M. Griffin, President and CEO, Corporate Office Properties Trust. "We expect to place approximately 550,000 square feet of development into service which will accelerate our growth during the second half of the year," he added.

Financial Results

EPS for the quarter ended March 31, 2007 totaled $.03 per diluted share, or $1.6 million of net income available to common shareholders, as compared to $.15 per diluted share, or $6.3 million for the quarter ended March 31, 2006. Included in the first quarter 2007 net income is a $7.9 million increase in depreciation and amortization associated with real estate operations, as compared to the first quarter 2006, contributing to the significant decline in EPS. The acquisition of the Nottingham portfolio generated depreciation and amortization of $6.3 million, the primary driver of the $7.9 million increase.

Diluted FFO for the quarter ended March 31, 2007 totaled $28.3 million, or $.51 per diluted share, as compared to $24.4 million, or $.49 per diluted share, for the quarter ended March 31, 2006, representing a 4.1% increase on a per share basis. First quarter 2007 was adversely impacted by $1.1 million in expenses primarily related to unrecoverable snow removal and electric costs.

Diluted FFO payout ratio was 60.4% for first quarter 2007 compared to 56.0% for the comparable 2006 period.

Diluted AFFO for the quarter ended March 31, 2007 totaled $22.1 million, as compared to $18.9 million for the quarter ended March 31, 2006, representing a 17.0% increase.

The Company's AFFO payout ratio was 77.4% for first quarter 2007 compared to 72.3% for the comparable 2006 period.

Revenues from real estate operations for the quarter ended March 31, 2007 were $89.7 million, as compared to revenue for the quarter ended March 31, 2006 of $69.2 million. As of March 31, 2007, the Company had a total market capitalization of $4.5 billion, with $1.7 billion in debt outstanding, equating to a 38.5% debt-to-total market capitalization ratio. The Company's total quarterly weighted average interest rate was 5.8%. The Company had 78.8% of the total debt subject to fixed interest rates.

For the first quarter 2007, EBITDA interest coverage ratio was 2.66x and EBITDA fixed charge coverage ratio was 2.21x.

Operating Results

At March 31, 2007, the Company's wholly-owned portfolio of 226 office properties totaling 17.4 million square feet was 93.0% occupied and 93.7% leased.The weighted average remaining lease term for the portfolio was 4.8 years and the average rental rate (including tenant reimbursements) was $20.93 per square foot.

During the quarter, 571,000 square feet were renewed equating to a 72.1% renewal rate, at an average capital cost of $7.98 per square foot. Total rent on renewed space increased 10.1% on a straight line basis and 3.1% on a cash basis. The Company achieved a 7.4% increase in total straight line rent and a 1.1% increase in total cash rent for 780,000 square feet of renewed and retenanted space. The average capital cost for renewed and retenanted space was $10.06 per square foot.

Same property cash NOI increased by 2.4% for the quarter compared to the quarter ended March 31, 2006. Our same office property cash NOI was positively impacted by an increase of $.5 million in termination fees and improved occupancy and negatively impacted by unrecoverable costs. The Company's same property portfolio consists of 157 buildings and represents 75.7% of the total square feet owned as of March 31, 2007.

The Company recognized lease termination fees of $1.7 million for the quarter, net of write-offs of related straight-line rents and accretion of intangible assets and liabilities, as compared to $348,000 in the first quarter of 2006.

Development Activity
At quarter end March 31, the Company's development pipeline consisted of:

- Nine buildings under construction totaling 935,000 square feet for a total cost of $212.1 million, that are 71.9% leased.

- Eleven buildings under development totaling 1.3 million square feet at a total projected cost of $260.0 million.

- Four projects under redevelopment totaling 740,000 square feet for a total projected cost of $88.6 million.

The Company's land inventory (wholly-owned and joint venture) at quarter end totaled 1,594 acres that can support 14.3 million square feet of development.

Acquisition Activity
During the quarter, the Company acquired the Nottingham portfolio:

- 56 operating properties containing 2.4 million square feet that were 84.9% occupied at closing and 187 acres of land with a minimum of 2.0 million developable square feet for $362.5 million, plus approximately $1.4 million in transaction costs. The buildings are located in Maryland in the submarkets of White Marsh, Columbia, BWI, Towson and Hunt Valley. The total price was funded through $182.4 million in debt assumption and cash, with the seller receiving $154.9 million in the form of common shares issued at a deemed value of $49.00 per share and $26.6 million in Series K Cumulative Redeemable Convertible Preferred Shares with a fixed coupon of 5.6%.

Financing and Capital Transactions
The Company executed the following transaction during the quarter:

- Assumed $38.0 million of indebtedness with an average fixed interest rate of 6.03% and an average term of 8.5 years, in connection with the Nottingham portfolio acquisition. Additionally, we closed on an $89.1 million variable rate loan which matures in June 2007 and bears interest at the same rate as the Company's Revolving Line of Credit.

Subsequent Events
The Company executed the following transaction subsequent to quarter end:

- Purchased the remaining 50% interest in a joint venture for $14.0 million which holds title to 132 acres that can support future development of 1.75 million square feet of office space in Colorado Springs, Colorado. The Company issued 262,165 common units valued at $47.68 per unit for total consideration of $12.5 million.

Conference Call
The Company will hold an investor/analyst conference call:

Conference Call and Webcast Date: Thursday, May 3, 2007

Time: 4:00 p.m. Eastern Time

Dial In Number: 866-711-8198

Passcode: 85741802

A replay of this call will be available beginning Thursday, May 3, 2007 at 6:00 p.m. Eastern Time through Thursday, May 17, 2007 at midnight Eastern Time. To access the replay, please call 888-286-8010 and use passcode 67566640.

The conference call will also be available via live webcast in the Investor Relations section of the Company's website at www.copt.com. A replay of the conference call will be immediately available via webcast in the Investor Relations section of the Company's website.

Definitions
Please refer to our Form 8-K or our website (www.copt.com) for definitions of certain terms used in this press release. Reconciliations of GAAP and non-GAAP measurements are included in the attached tables.

Company Information
Corporate Office Properties Trust (COPT) is a fully integrated, self-managed real estate investment trust (REIT) that focuses on the ownership, management, leasing, acquisition and development of suburban office properties located primarily in submarkets within the Greater Washington, DC region. As of March 31, 2007, the Company owned 244 office properties totaling 18.2 million rentable square feet, which included 18 properties totaling 806,000 square feet held through joint ventures. The Company has implemented a core customer expansion strategy that is built around meeting, through acquisitions and development, the multi-location requirements of the Company's existing strategic tenants. The Company's property management services team provides comprehensive property and asset management to company owned properties and select third party clients. The Company's development and construction services team provides a wide range of development and construction management services for company owned properties, as well as land planning, design/build services, consulting, and merchant development to select third party clients. The Company's shares are traded on the New York Stock Exchange under the symbol OFC. More information on Corporate Office Properties Trust can be found on the Internet at www.copt.com.

Forward-Looking Information

This press release may contain "forward-looking" statements, as defined in Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, that are based on the Company's current exwpectations, estimates and projections about future events and financial trends affecting the Company. Forward-looking statements can be identified by the use of words such as "may", "will", "should", "expect", "estimate" or other comparable terminology. Forward-looking statements are inherently subject to risks and uncertainties, many of which the Company cannot predict with accuracy and some of which the Company might not even anticipate. Accordingly, the Company can give no assurance that these expectations, estimates and projections will be achieved. Future events and actual results may differ materially from those discussed in the forward-looking statements.

Important factors that may affect these expectations, estimates, and projections include, but are not limited to:

- *the Company's ability to borrow on favorable terms;*
- *general economic and business conditions, which will, among other things, affect office property demand and rents, tenant creditworthiness, interest rates and financing availability;*
- *adverse changes in the real estate markets including, among other things, increased competition with other companies;*
- *risk of real estate acquisition and development, including, among other things, risks that development projects may not be completed on schedule, that tenants may not take occupancy or pay rent or that development or operating costs may be greater than anticipated;*
- *risks of investing through joint venture structures, including risks that the Company's joint venture partners may not fulfill their financial obligations as investors or may take actions that are inconsistent with the Company's objectives;*
- *our ability to satisfy and operate effectively under federal income tax rules relating to real estate investment trusts and partnerships;*
- *governmental actions and initiatives; and*
- *environmental requirements.*

The Company undertakes no obligation to update or supplement any forward-looking statements. For further information, please refer to the Company's filings with the Securities and Exchange Commission, particularly the section entitled "Risk Factors" in Item 1 of the Company's Annual Report on Form 10-K for the year ended December 31, 2006.

Corporate Office Properties Trust
Summary Financial Data
(unaudited)
(Amounts in thousands, except per share data)

	Three Months Ended March 31, 2007	Three Months Ended March 31, 2006
Revenues		
Real estate revenues	$ 89,675	$ 69,222
Service operations revenues	10,077	16,309
Total revenues	99,752	85,531
Expenses		
Property operating expenses	31,748	21,061
Depreciation and other amortization associated with real estate operations	26,569	18,672
Service operations expenses	9,888	15,704
General and administrative expenses	4,614	3,963
Total operating expenses	72,819	59,400
Operating income	26,933	26,131
Interest expense	(19,876)	(17,029)
Amortization of deferred financing costs	(884)	(556)
Income from continuing operations before equity in loss of unconsolidated entities, income taxes and minority interests	6,173	8,546
Equity in loss of unconsolidated entities	(94)	(23)
Income tax expense	(105)	(215)
Income from continuing operations before minority interests	5,974	8,308
Minority interests in income from continuing operations	(426)	(958)
Income from continuing operations	5,548	7,350
(Loss) income from discontinued operations, net of minority interests	(1)	2,477
Income before gain on sales of real estate	5,547	9,827
Gain on sales of real estate, net	—	110
Net income	5,547	9,937
Preferred share dividends	(3,993)	(3,654)
Net income available to common shareholders	**$ 1,554**	**$ 6,283**
Earnings per share "EPS" computation		
Numerator	$ 1,554	$ 6,283
Denominator:		
Weighted average common shares - basic	45,678	39,668
Dilutive effect of share-based compensation awards	1,465	1,842
Weighted average common shares - diluted	47,143	41,510
EPS		
Basic	**$ 0.03**	**$ 0.16**
Diluted	**$ 0.03**	**$ 0.15**

Corporate Office Properties Trust
Summary Financial Data
(unaudited)
(Amounts in thousands, except per share data and ratios)

	Three Months Ended March 31, 2007	Three Months Ended March 31, 2006
Net income	$ 5,547	$ 9,937
Add: Real estate-related depreciation and amortization	26,300	19,068
Add: Depreciation and amortization on unconsolidated real estate entities	168	85
Less: Depreciation and amortization allocable to minority interests in other consolidated entities	(42)	(33)
Less: Gain on sales of real estate, excluding development portion	—	(2,459)
Funds from operations ("FFO")	31,973	26,598
Add: Minority interests-common units in the Operating Partnership	308	1,406
Less: Preferred share dividends	(3,993)	(3,654)
Funds from Operations - basic and diluted ("Basic and Diluted FFO")	**28,288**	**24,350**
Less: Straight-line rent adjustments	(2,571)	(2,122)
Less: Recurring capital expenditures	(3,141)	(2,808)
Less: Amortization of deferred market rental revenue	(511)	(555)
Adjusted Funds from Operations - diluted ("Diluted AFFO")	**$ 22,065**	**$ 18,865**
Weighted average shares		
Weighted average common shares	45,678	39,668
Conversion of weighted average common units	8,411	8,520
Weighted average common shares/units - basic FFO per share	54,089	48,188
Dilutive effect of share-based compensation awards	1,465	1,842
Weighted average common shares/units - diluted FFO per share	55,554	50,030
Diluted FFO per common share	$ 0.51	$ 0.49
Dividends/distributions per common share/unit	$ 0.31	$ 0.28
Earnings payout ratio	934.9%	179.2%
Diluted FFO payout ratio	60.4%	56.0%
Diluted AFFO payout ratio	77.4%	72.3%
EBITDA interest coverage ratio	2.66x	2.78x
EBITDA fixed charge coverage ratio	2.21x	2.29x
Reconciliation of denominators for diluted EPS and diluted FFO per share		
Denominator for diluted EPS	47,143	41,510
Weighted average common units	8,411	8,520
Denominator for diluted FFO per share	55,554	50,030

Corporate Office Properties Trust
Summary Financial Data
(unaudited)
(Dollars and shares in thousands, except per share data)

	March 31, 2007	December 31, 2006
Balance Sheet Data (in thousands) (as of period end):		
Investment in real estate, net of accumulated depreciation	$ 2,474,177	$ 2,111,310
Total assets	2,814,723	2,419,601
Debt	1,715,183	1,498,537
Total liabilities	1,849,483	1,629,111
Minority interests	129,822	116,187
Beneficiaries' equity	835,418	674,303
Debt to Total Assets	60.9%	61.9%
Debt to Undepreciated Book Value of Real Estate Assets	60.3%	62.0%
Debt to Total Market Capitalization	38.5%	34.9%
Property Data (wholly owned properties) (as of period end):		
Number of operating properties owned	226	170
Total net rentable square feet owned (in thousands)	17,401	15,050
Occupancy	93.0%	92.8%
Reconciliation of denominator for debt to total assets to denominator for debt to undepreciated book value of real estate assets		
Denominator for debt to total assets	$ 2,814,723	$ 2,419,601
Assets other than assets included in investment in real estate	(340,546)	(308,291)

	2007	2006
Accumulated depreciation on real estate assets	236,650	219,574
Intangible assets on real estate acquisitions, net	131,934	87,325
Denominator for debt to undepreciated book value of real estate assets	$ 2,842,761	$ 2,418,209

	Three Months Ended March 31,	
	2007	2006
Reconciliation of tenant improvements and incentives, capital improvements and leasing costs for operating properties to recurring capital expenditures		
Total tenant improvements and incentives on operating properties	$ 6,517	$ 2,873
Total capital improvements on operating properties	1,581	3,123
Total leasing costs on operating properties	2,979	946
Less: Nonrecurring tenant improvements and incentives on operating properties	(5,858)	(1,281)
Less: Nonrecurring capital improvements on operating properties	(408)	(2,519)
Less: Nonrecurring leasing costs incurred on operating properties	(1,698)	(358)
Add: Recurring improvements on operating properties held through joint ventures	28	24
Recurring capital expenditures	$ 3,141	$ 2,808

Corporate Office Properties Trust
Summary Financial Data
(unaudited)
(Dollars in thousands)

	Three Months Ended March 31,	
	2007	2006
Reconciliation of dividends for Earnings Payout Ratio to dividends and distributions for FFO & AFFO Payout Ratio		
Common share dividends for earnings payout ratio	$ 14,529	$ 11,257
Common unit distributions	2,554	2,374
Dividends and distributions for FFO & AFFO payout ratio	$ 17,083	$ 13,631
Reconciliation of GAAP net income to earnings before interest, income taxes, depreciation and amortization (“EBITDA”)		
Net income	$ 5,547	$ 9,937
Interest expense on continuing operations	19,876	17,029
Interest expense on discontinued operations	388	686
Income tax expense	105	215
Real estate-related depreciation and amortization	26,300	19,068
Amortization of deferred financing costs-continuing operations	884	556
Amortization of deferred financing costs-discontinued operations	—	3
Other depreciation and amortization	326	269
Minority interests	426	1,538
EBITDA	$ 53,852	$ 49,301
Reconciliation of interest expense from continuing operations to the denominators for interest coverage-EBITDA and fixed charge coverage-EBITDA		
Interest expense from continuing operations	$ 19,876	$ 17,029
Interest expense from discontinued operations	388	686
Denominator for interest coverage-EBITDA	20,264	17,715
Preferred share dividends	3,993	3,654
Preferred unit distributions	165	165
Denominator for fixed charge coverage-EBITDA	$ 24,422	$ 21,534
Reconciliation of same property net operating income to same property cash net operating income		
Same property net operating income	$ 47,980	$ 47,583
Less: Straight-line rent adjustments	(1,384)	(1,976)
Less: Amortization of deferred market rental revenue	(303)	(379)
Same property cash net operating income	$ 46,293	$ 45,228

Top Twenty Office Tenants of Wholly Owned Properties as of March 31, 2007 (1)
(Dollars in thousands)

Tenant		Number of Leases	Total Occupied Square Feet	Percentage of Total Occupied Square Feet	Total Annualized Rental Revenue (2) (3)	Percentage of Total Annualized Rental Revenue	Weighted Average Remaining Lease Term (4)
United States of America	(5)	47	2,212,793	13.7%	$ 48,630	14.4%	6.4
Booz Allen Hamilton, Inc.		9	779,936	4.8%	21,107	6.2%	6.9
Northrop Grumman Corporation	(6)	18	761,163	4.7%	18,298	5.4%	4.3
Computer Sciences Corporation	(6)	4	454,645	2.8%	11,347	3.4%	4.2
L-3 Communications Holdings, Inc.	(6)	4	221,635	1.4%	8,844	2.6%	6.7

Unisys Corporation	(7)	4	760,145	4.7%	8,665	2.6%	2.5
General Dynamics Corporation		9	278,239	1.7%	7,160	2.1%	2.9
Wachovia Corporation	(6)	5	189,478	1.2%	6,745	2.0%	11.2
The Aerospace Corporation		2	221,785	1.4%	6,433	1.9%	7.7
AT&T Corporation	(6)	9	337,052	2.1%	5,852	1.7%	5.2
Comcast Corporation		8	278,589	1.7%	5,215	1.5%	4.7
The Boeing Company	(6)	4	143,480	0.9%	4,071	1.2%	2.7
Ciena Corporation		3	221,609	1.4%	3,657	1.1%	4.9
Science Applications International Corp.		12	170,839	1.1%	3,244	1.0%	0.7
Lockheed Martin Corporation		6	163,685	1.0%	3,048	0.9%	2.3
Magellan Health Services, Inc.		3	142,199	0.9%	2,944	0.9%	3.7
BAE Systems PLC	(6)	7	212,339	1.3%	2,815	0.8%	3.7
Merck & Co., Inc. (Unisys)	(7)	2	227,273	1.4%	2,621	0.8%	2.2
The Johns Hopkins University		4	115,854	0.7%	2,478	0.7%	8.7
Wyle Laboratories, Inc.		4	174,792	1.1%	2,427	0.7%	5.3
Subtotal Top 20 Office Tenants		**164**	**8,067,530**	**49.9%**	**175,601**	**51.9%**	**5.5**
All remaining tenants		764	8,110,202	50.1%	162,965	48.1%	4.1
Total/Weighted Average		928	16,177,732	100.0%	$ 338,567	100.0%	4.8

(1) Table excludes owner occupied leasing activity which represents 146,604 square feet with a weighted average remaining lease term of 5.8 years as of March 31, 2007.
(2) Total Annualized Rental Revenue is the monthly contractual base rent as of March 31, 2007, multiplied by 12, plus the estimated annualized expense reimbursements under existing office leases.
(3) Order of tenants is based on Annualized Rent.
(4) The weighting of the lease term was computed using Total Rental Revenue.
(5) 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.
(6) Includes affiliated organizations or agencies.
(7) Merck & Co., Inc. subleases 219,065 rentable square feet from Unisys' 960,349 leased rentable square feet in our Greater Philadelphia region region.