

**Explanatory Note:** This Free Writing Prospectus is being filed to correct a typographical error under “Expected Ratings (Moody’s/S&P/Fitch)\*” in the Free Writing Prospectus filed on June 22, 2015 (the “Original Free Writing Prospectus”). No other changes are made to the Original Free Writing Prospectus.

Final Term Sheet



**\$300 million 5.00% Senior Notes due 2025**

<b>Issuer:</b>	Corporate Office Properties, L.P.
<b>Guarantor:</b>	Corporate Office Properties Trust
<b>Format:</b>	SEC Registered
<b>Expected Ratings (Moody’s/S&amp;P/Fitch):*</b>	Baa3/BBB-/BBB-
<b>Principal Amount:</b>	\$300 million
<b>Title of Securities:</b>	5.00% Senior Notes due 2025
<b>Trade Date:</b>	June 22, 2015
<b>Original Issue Date (Settlement Date):</b>	June 29, 2015 (T+5)
<b>Maturity Date:</b>	July 1, 2025
<b>Interest Payment Dates:</b>	Semi-annually in arrears on each January 1 and July 1, commencing January 1, 2016
<b>Benchmark Treasury:</b>	2.125% due May 15, 2025
<b>Benchmark Treasury Price/Yield:</b>	97-29/2.363%
<b>Spread to Benchmark Treasury:</b>	T+270 basis points
<b>Yield to Maturity:</b>	5.063%
<b>Coupon (Interest Rate):</b>	5.00% per annum
<b>Public Offering Price:</b>	99.510% of the principal amount
<b>Optional Redemption Provisions:</b>	
<b>Make-Whole Call:</b>	Prior to April 1, 2025, T+45 basis points
<b>Par Call:</b>	On or after April 1, 2025
<b>CUSIP / ISIN:</b>	22003B AK2 / US22003BAK26
<b>Joint Book-Running Managers:</b>	Merrill Lynch, Pierce, Fenner & Smith Incorporated Citigroup Global Markets Inc. Wells Fargo Securities, LLC

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<b>Senior Co-Managers:</b>	Regions Securities LLC Stifel, Nicolaus & Company, Incorporated
<b>Co-Managers:</b>	Capital One Securities, Inc. SunTrust Robinson Humphrey, Inc. U.S. Bancorp Investments, Inc.

\*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

The issuer has filed a registration statement (including a prospectus) and a preliminary prospectus supplement dated June 22, 2015 with the

**SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement, the related preliminary prospectus supplement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus supplement and accompanying prospectus if you request it by calling Merrill Lynch, Pierce, Fenner & Smith Incorporated toll-free at 1-800-294-1322, Citigroup Global Markets Inc. toll-free at 1-800-831-9146 or Wells Fargo Securities, LLC toll-free at 1-800-645-3751.**

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