SEC	Form	4
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FORM 4

Check this box if no longer subject to

Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person [*] BUDORICK STEPHEN E	2. Issuer Name and Ticker or Trading Symbol COPT DEFENSE PROPERTIES [CDP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
	3. Date of Earliest Transaction (Month/Day/Year)	X X	Director Officer (give title	10% Owner Other (specify			
(Last) (First) (Middle)	03/01/2025		below)	below)			
6711 COLUMBIA GATEWAY DRIVE		PRESIDENT/CEO					
SUITE 300	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
		X	Form filed by One Reporting	g Person			
(Street)			Form filed by More than On	e Reporting Person			
COLUMBIA MD 21046							
(City) (State) (Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Date (Month/Day/Year)	if any	ecution Date, Transaction D		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	Form: Direct (D)	Beneficial Ownership
		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (In 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	Securities Beneficially Owned Following Reported	Ownership Form:	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Profit Interest Units	(1)	03/01/2025		Α		61,561 ⁽²⁾		(1)(3)	(1)	Common Shares	61,561	\$ <mark>0</mark>	883,593	D	

Explanation of Responses:

1. Each Profit Interest Unit will convert automatically into one share of beneficial interest, designated as a unit (an "OP Unit"), in COPT Defense Properties, L.P. when such Profit Interest Unit becomes vested and upon equalization of its capital account balance. OP Units are redeemable for cash, or, at the option of COPT Defense Properties, exchangeable for common shares of COPT Defense Properties, currently on a one-for-one basis.

2. Represents Profit Interest Units issued pursuant to the COPT Defense Properties 2017 Omnibus Equity and Incentive Plan.

3. The Profit Interest Units will vest in three equal installments over a three-year period.

/s/ David L. Finch, by Power of 03/04/2025

<u>Attorney</u> ** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.